

Mike P96000103382

ACCOUNT NUMBER: 52100000
REFERENCE: 2028683-1
DATE: 6-6
REQUESTOR NAME: Lexis Document Services

FILED JUN 6 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ADDRESS:

TELEPHONE: () () ext ()

CONTACT NAME:

CORPORATION NAME: JustTrusts.Com, Inc. merging into
M.P. Linn, Inc.

DOCUMENT NUMBER:
(if applicable)

AUTHORIZATION: Cynthia J. Woodyard

Merger

- CERTIFIED COPY (1-9)
- CERTIFICATE OF STATUS (1-9)
- PLAIN STAMPED COPY

- Call When Ready
- Walk In
- Mail out
- Call if Problem
- Will Wait
- After 4:30
- Pick Up

900004368069--4

ADR

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

JUSTTRUSTS.COM, INC., a Florida corporation P00000024749

INTO

M.P.LINN, INC., a Florida entity, P96000103382.

File date: June 6, 2001

Corporate Specialist: Annette Ramsey

Account number: FCA000000005

Amount charged: 70.00

ARTICLES OF MERGER
(Profit Corporations)

01 JUN -6 PM 4:02
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, F.S.

First: The name and jurisdiction of the surviving corporation is:

<u>Name</u>	<u>Jurisdiction</u>
<u>M.P. Linn, Inc.</u>	<u>Florida</u>

Second: The name and jurisdiction of each merging corporation is:

<u>Name</u>	<u>Jurisdiction</u>
<u>JustTrusts.com, Inc.</u>	<u>Florida</u>
_____	_____
_____	_____
_____	_____
_____	_____

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State

OR ____/____/____ (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on MAY 22, 2001

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on MAY 22, 2001

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

PLAN OF MERGER
(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation is:

<u>Name</u>	<u>Jurisdiction</u>
<u>M.P. Linn, Inc.</u>	<u>Florida</u>

Second: The name and jurisdiction of each merging corporation is:

<u>Name</u>	<u>Jurisdiction</u>
<u>JustTrusts.com, Inc.</u>	<u>Florida</u>
_____	_____
_____	_____
_____	_____
_____	_____

Third: The terms and conditions of the merger are as follows:

M.P. Linn, Inc. is a Florida corporation and a registered Broker/Dealer with the NASD since September 1997. JustTrusts.com, Inc. is a Florida corporation which has not conducted any business operations other than the development of internet/web-site software related to an on-line market place for Unite Investment Trusts. The software is JustTrusts.com, Inc.'s only asset.

JustTrusts.com, Inc. will be merged with and into M.P. Linn, Inc. with M.P. Linn, Inc. being the surviving corporation. Its name and Articles of Incorporation will remain the same. Following the merger, JustTrusts.com, Inc. will cease to exist as a separate legal entity and all of the assets and liabilities of JustTrusts.com, Inc. will vest in M.P. Linn, Inc.

Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

All the outstanding shares of M.P. Linn, Inc. are owned by Max Linn. All of the outstanding shares of JustTrusts.com, Inc. are owned by Max Linn. All of the outstanding shares of JustTrusts.com, Inc. will be converted into shares of M.P. Linn, Inc. and distributed to Max Linn. The capitalization of M.P. Linn, Inc. will remain the same following the merger with Max Linn owning 100% of the shares.

(Attach additional sheets if necessary)

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached as an exhibit:

N/A

OR

Restated articles are attached:

N/A

Other provisions relating to the merger are as follows:

N/A