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GUNSTER, YOAKLEY

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Division of Corporations

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Florida Department of State
Division of Corporations
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Account Name : GUNSTER, YOAKLEY, ETAL. (WEST PALM BEACH)
Account Number : 076117000420
Phone : (561) 650-0728
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EFFECTIVE DATE

Oct 31, 2004

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MERGER OR SHARE EXCHANGE

Southeastern Printing Company, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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DIVISION OF CORPORATIONS

merger/cc (a) 10.23.06

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EFFECTIVE DATE
OCT 31, 2006

**ARTICLES OF MERGER
OF
BLUE WATER GRAPHICS, INC.
WITH AND INTO
SOUTHEASTERN PRINTING COMPANY, INC.**

The following Articles of Merger are being submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1105, Florida Statutes.

FIRST: The exact name and jurisdiction for the merging party are as follows:

Blue Water Graphics, Inc.

Florida

Florida Doc. Number:
P95000027069

SECOND: The exact name and jurisdiction for the surviving party are as follows:

Southeastern Printing Company, Inc.

Florida

Florida Doc. Number:
P97000002834

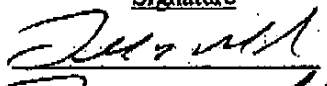
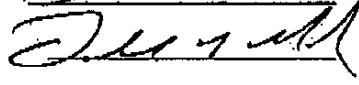
THIRD: The Plan of Merger is attached.

FOURTH: The merger shall become effective on October 31, 2006.

FIFTH: Adoption of Plan of Merger by the surviving corporation: The Plan of Merger was adopted by the shareholders of the surviving corporation on October 10, 2006.

SIXTH: Adoption of Plan of Merger by the merging corporation: The Plan of Merger was adopted by the shareholders of the merging corporation on October 10, 2006.

SEVENTH: Signatures for each entity:

<u>Name of Corporation</u>	<u>Signature</u>	<u>Name of Individual and Title</u>
Blue Water Graphics, Inc.		Donald Mader, President
Southeastern Printing Company, Inc.		Donald Mader, President

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PLAN OF MERGER
TO THE
ARTICLES OF MERGER
OF
BLUE WATER GRAPHICS, INC.
WITH AND INTO
SOUTHEASTERN PRINTING COMPANY, INC.

The following plan of merger is submitted in compliance with Section 607.1101, Florida Statutes.

1. The name and jurisdiction of incorporation of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
Southeastern Printing Company, Inc. ("Southeastern")	Florida

2. The name and jurisdiction of incorporation of the merging company:

<u>Name</u>	<u>Jurisdiction</u>
Blue Water Graphics, Inc. ("Merger Sub")	Florida

3. The terms and conditions of the merger are as follows:

(A) Assumption of Assets. All property, rights, privileges, powers, trademarks, licenses, registrations and other assets of every kind and description of the merging company shall be transferred to and vested in the surviving corporation without further act or deed, and all property (including real, personal and intellectual) of the merging company shall be the property of the surviving corporation.

(B) Assumption of Obligations. All obligations of the merging company shall become obligations of the surviving corporation.

(C) Articles of Incorporation and Bylaws. The Articles of Incorporation and Bylaws of Southeastern immediately prior to the merger shall survive as the Articles of Incorporation and Bylaws of the surviving corporation.

(D) Officers and Directors. The officers and directors of Southeastern immediately prior to the merger shall survive as the officers and directors of the surviving corporation.

(E) Effective Date. The merger shall become effective on October 31, 2006 (the "Effective Date").

4. The manner and basis of converting 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

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corporation or any other corporation or, in whole or in part, into cash or other property are as follows:

(A) Common Stock of Merging Company Converts to Surviving Corporation's Common Stock. Each set of one hundred (100) issued and outstanding shares of common stock, par value \$.01 per share, of the merging company (the "Merging Common Stock") shall be converted into and become one (1) fully paid and nonassessable share of common stock, par value \$.10 per share, of the surviving corporation (the "Surviving Corporation Common Stock"). Each stock certificate of Merging Common Stock shall evidence ownership of such shares of Surviving Corporation Common Stock.

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