

Document Number Only

P970000030808

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

700002313147--0
-10/06/97--01160--007
*****35.00 *****35.00

700002313147--0
-10/06/97--01160--008
*****35.00 *****35.00

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-10/06/97--01160--009
*****52.50 *****52.50

Executive Transfers, Inc.

- ☐ Profit ☐ Amendment ☒ Merger
☐ NonProfit ☐ Dissolution/Withdrawal ☐ Mark
☐ Limited Liability Co. ☐ Other
☐ Foreign ☐ Annual Report ☐ Change of R.A.
☐ Limited Partnership ☐ Reservation ☐ Fictitious Name Filing
☐ Reinstatement ☐ Photo Copies ☐ CUS
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FILED

SEP 26 AM 9:16

TALLAHASSEE FLORIDA

97 SEP 25 PM 1:11

C. TAX
70
52.50
132.50

P97000030808

ARTICLES OF MERGER
Merger Sheet

MERGING:

EXECUTIVE TRANSFERS, INC., a New York corporation not authorized to
transact business in Florida

INTO

EXECUTIVE TRANSFERS, INC., a Florida corporation, P97000030808

File date: September 26, 1997

Corporate Specialist: Annette Hogan

**ARTICLES OF MERGER
OF
EXECUTIVE TRANSFERS, INC.,
a New York corporation
INTO
EXECUTIVE TRANSFERS, INC.,
a Florida corporation**

FILED
97 SEP 26 AM 9:16
TALLAHASSEE, FLORIDA

Pursuant to the Florida Business Corporation Act

The undersigned President of Executive Transfers, Inc., a Florida corporation, and the undersigned President of Executive Transfers, Inc., a New York corporation, hereby execute these Articles of Merger for the purpose of merging Executive Transfers, Inc., a New York corporation, into its parent corporation, Executive Transfers, Inc., a Florida corporation (the "Merger"):

FIRST: The name of the Disappearing Corporation is Executive Transfers, Inc. ("Executive-New York"); said corporation was incorporated under the laws of the State of New York on January 22, 1992.

SECOND: The name of the Surviving Corporation is Executive Transfers, Inc. ("Executive-Florida"); said corporation was incorporated under the laws of the State of Florida on April 3, 1997.

THIRD: The laws of the State of New York under which Executive-New York is organized permit the Merger and Executive-New York is complying with those laws in effecting the Merger.

FOURTH: Executive-Florida, the Surviving Corporation, has complied with the applicable provisions of Sections 607.1101 - 607.1104 and 607.1105 of the Florida Business Corporation Act as set forth in these Articles of Merger.

FIFTH: The Plan of Merger is as follows:

1. The name of the corporations proposing to merge are Executive Transfers, Inc., a New York corporation (hereinafter sometimes called "Executive-New York" or the "Disappearing Corporation") and the name of the corporation into which the Disappearing Corporation proposes to merge is Executive Transfers, Inc., a Florida corporation (hereinafter sometimes called "Executive-Florida" or the "Surviving Corporation"). The Disappearing Corporation is a wholly-owned subsidiary of the Surviving Corporation.

2. At the time the Merger is effective (the "Effective Time"):
The Disappearing Corporation and the Surviving Corporation shall be a single corporation, which shall be the Surviving Corporation,
The separate existence of the Disappearing Corporation shall cease,
The name of the Surviving Corporation will be Executive Transfers, Inc. and the Certificate of Incorporation of Executive-Florida and the Bylaws of Executive-Florida shall be the Certificate of Incorporation and the Bylaws of the Surviving Corporation.

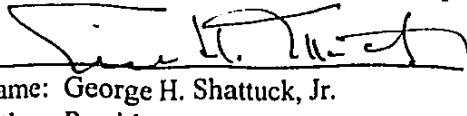
3. At the Effective Time:
Each share of the common stock, \$1.00 par value per share, of the Disappearing Corporation issued and outstanding (the "Disappearing Stock") at the Effective Time shall, by virtue of the Merger and without any action by the holder thereof, be canceled and retired and all certificates representing the Disappearing Stock shall be canceled, and no cash or securities or other property shall be issued in respect thereof.
Each share of the common stock, \$1.00 par value per share, of Executive- Florida issued and outstanding (the "Common Stock") at the Effective Time shall continue as one fully paid and non-assessable share of Common Stock of the Surviving Corporation.

SIXTH: The Effective Time of the Merger shall be the date these Articles of Merger are filed with the Florida Secretary of State.

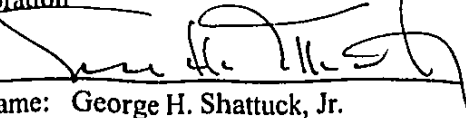
SEVENTH: The Plan of Merger was duly adopted by the Board of Directors of Executive-Florida on April 10, 1997. Pursuant to Section 607.1103 of the Florida Business Corporation Act, the Plan of Merger was not required to be approved by the sole shareholder of Executive-Florida.

Dated: July 31, 1997.

Executive Transfers, Inc.,
a Florida corporation and the Surviving Corporation

By: 
Name: George H. Shattuck, Jr.
Title: President

Executive Transfers, Inc.,
a New York corporation and the Disappearing Corporation

By: 
Name: George H. Shattuck, Jr.
Title: President