

P97000095001

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

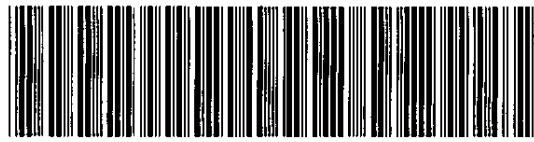
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

S. HAWKES
MAR 9 2009
EXAMINER



000144567430

03/02/09--01021--011 **60.00

09 MAR -6 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

S. HAWKES
MAR 3 2009
EXAMINER

O'CONNOR & ASSOCIATES

Attorneys at Law

PATRICK M. O'CONNOR*
DEBORAH ANN A'HEARN**

1250 S. Belcher Road, Suite 160
Largo, Florida 33771

* LL.M. - Taxation
**Also admitted in New York and
the United States Supreme Court

Telephone (727) 539-6800

OF COUNSEL
RONALD E. SMITH†

Facsimile (727) 536-5936

† Registered Patent Attorney

E-mail: potaxlaw@aol.com

February 27, 2009
File No.: 1409-0100

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Articles of Merger for Bluearc Properties, LLC into Emily Corporation
(LOL-25273) (797-95001)
To Whom It May Concern:

Enclosed please find the signed original and one signed copy of the Articles of Merger and a copy of the Plan of Merger of the above referenced Corporation's. We have also enclosed a check in the amount of \$60.00 for the filing fees of the Articles of Merger. Please mail me the copy of the Articles of Merger with the appropriate stamped information in the enclosed self addressed stamped envelope.

If you have any questions, please do not hesitate to call us.

Very truly yours,

O'CONNOR & ASSOCIATES



Patrick M. O'Connor

PMO/psb
Enclosure

IRS Circular 230 Disclosure:

Please be advised that any discussion of U.S. tax matters contained within this communication (including any attachments) is not intended or written to be used and cannot be used for the purpose of (i) avoiding U.S. tax related penalties or (ii) promoting, marketing or recommending to another party any transaction or matter addressed herein.

**CERTIFICATE OF MERGER OF
BLUEARC PROPERTIES, LLC INTO EMILY CORPORATION**

09 MAR -6 PM 1:34
FILED
THE ATTORNEY GENERAL
SECRETARIAL STAFF

Pursuant to the provisions of Chapters 607 and 608 and Sections 607.1101, 607.1105 and 608.438 Florida Statutes, the above referenced Corporation hereby files these Articles of Merger and states:

Article I

The Plan of Merger (the "Plan") is attached hereto as Exhibit "A" and is incorporated herein by reference.

Article II

The names of the companies subject to this merger are EMILY CORPORATION, (the "Surviving Corporation") and BLUEARC PROPERTIES, LLC (the "Merging Corporation").

Article III

The effective date of the merger shall be JANUARY 31, 2009.

For ACCOUNTING PURPOSE ONLY.

Article IV

The Plan was unanimously approved by the Manager and Members of BLUEARC PROPERTIES, LLC pursuant to the applicable provisions of Chapter 608 Florida Statutes and unanimously approved by the Shareholders and Directors of EMILY CORPORATION pursuant to the applicable provisions of Chapter 607 of the Florida Statutes. The votes cast by both entities were sufficient for purposes of approving and ratifying this merger.

In witness whereof the parties hereto set their seal as of the date below written.

09 MAR -6 PM: 34
FILED
SECRETARY
TALLAHASSEE, FLA.

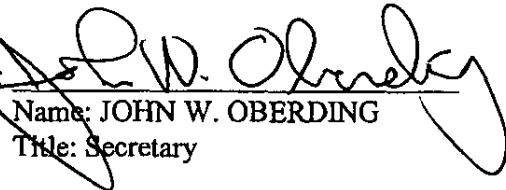
EMILY CORPORATION

Dated January 31, 2009

By:


Name: JOSEPH DIFABIO
Title: President

Attest:


Name: JOHN W. OBERDING
Title: Secretary

BLUEARC PROPERTIES, LLC

Dated January 31, 2009

By:


Name: JOSEPH DIFABIO
Title: Manager

PLAN OF MERGER BETWEEN BLUEARC PROPERTIES, LLC
(THE "MERGING CORPORATION") AND EMILY CORPORATION
(THE "SURVIVING CORPORATION")

09 MAR -6 PM 1:34
FILED
SECRETARIAL OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1101 through 607.1105 and 608.438 through 608.4383 Florida Statutes, the above referenced Corporations by and through their Shareholders, Directors, Manager and Members do unanimously adopt, ratify and confirm this Plan of Merger (the "Plan") between the two Companies and states:

Article I

The names of the Companies subject to this merger are BLUEARC PROPERTIES, LLC, a Florida limited liability company, and EMILY CORPORATION, a Florida corporation.

Article II

BLUEARC PROPERTIES, LLC, shall be the "Merging Corporation" and EMILY CORPORATION, shall be the "Surviving Corporation".

Article III

The merger shall have an effective date of January 31, 2009. All of the membership shares of BLUEARC PROPERTIES, LLC, shall be tendered to the Surviving Corporation and one hundred (100) shares in the Surviving Corporation shall be issued to the previous Members of the Merging Corporation in pro rata amounts based on prior membership holdings.

Article IV

The name of the Surviving Corporation shall be EMILY CORPORATION.

09 MAR -6 PM
FILED
TALLAHASSEE
SECRETARY OF STATE

Article V

The address of the principal place of business of the Surviving Corporation shall remain at 11800 28TH STREET NORTH, ST. PETERSBURG, FLORIDA 33716. The registered agent shall be PATRICK M. O'CONNOR, ESQUIRE, 1250 S. BELCHER ROAD, SUITE 160, LARGO, FLORIDA 33771.

The above Plan of Merger has been unanimously adopted by the Shareholders and Directors of the Surviving Corporation and has been unanimously adopted by the Members and Manager of the Merging Corporation on JANUARY 31, 2009

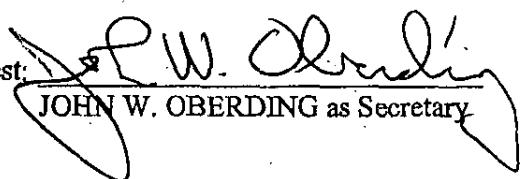
EMILY CORPORATION

Dated January 31, 2009

By:


JOSEPH DIFABIO as President

Attest:


JOHN W. OBERDING as Secretary

BLUEARC PROPERTIES, LLC

Dated January 31, 2009

By:


JOSEPH DIFABIO as Manager