

To: FL Dept. of State
Subject: 000478-534

From: Katie Wonsch

Wednesday, December 07, 2005 11:11 AM Page 1 of 5

P97000108526

Florida Department of State
Division of Corporations
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DIVISION OF CORPORATIONS

MERGER OR SHARE EXCHANGE

INTUITION SOLUTIONS, INC.

Certificate of Status	0
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Merger INC
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ARTICLES OF MERGER

(Profit Corporations)

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:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
InTuition Solutions, Inc.	Florida	P97000108526

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
InTuition Systems, Inc..	Florida	P96000035020

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on 11:59 p.m. on December 31, 2005.

OR 12/31/2004 (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 November 30, 2005.

The Plan of Merger was adopted by the board of directors of the surviving corporation on November 30, 2005.

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 on November 30, 2005.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on November 30, 2005.

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Effective immediately upon the merger the Articles of Incorporation of the surviving corporation, InTuition Solutions, Inc., are modified by deleting the first sentence of Article I and the entire Article V and replacing them with the following:

Article I: The name of the Corporation is InTuition Systems, Inc.

Article V: The total number of shares of capital stock which the Corporation has the authority to issue is two thousand (2,000) shares of Common Stock ("Common Stock") at \$0.005 par value per share.

(Attach additional sheets if necessary)

Seventh: SIGNATURES FOR EACH CORPORATION.

InTuition Systems, Inc.

By: 

Nathan Graft, CEO

InTuition Solutions, Inc.

By: 

James H. Van Horn, President

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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:

<u>Name</u>	<u>Jurisdiction</u>
InTuition Solutions, Inc.	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
InTuition Systems, Inc.	Florida

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

All the assets, debts and obligations of the merging corporation shall, as a consequence of the merger, become assets, debts and/or obligations of the surviving corporation.

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:

(Attach additional sheets if necessary)

All the outstanding common shares of InTuition Systems, Inc. shall be converted into one hundred (100) of common shares of InTuition Solutions, Inc.

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Effective immediately upon the merger the Articles of Incorporation of the surviving corporation, InTuition Solutions, Inc. are modified by deleting the first sentence of Article I and the entire Article V and replacing them with the following:

Article I: The name of the Corporation is InTuition Systems, Inc.

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Article V: The total number of shares of capital stock which the Corporation has the authority to issue is two thousand (2,000) shares of Common Stock ("Common Stock") at \$0.005 par value per share.

Other provisions relating to the merger are as follows:

None.

InTuition Solutions, Inc.

By: 

Nathan Grom, CEO

InTuition Systems, Inc.

By: 

James H. Van Horn, President

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