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Florida Department of State
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TALLAHASSEE, FLORIDA

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MERGER OR SHARE EXCHANGE

Morris Alper, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**ARTICLES OF MERGER**

The following articles of merger are being submitted to merge the following Florida Corporation in accordance with section 607.1109, Florida Statutes.

FIRST: The exact name, address, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name & Address</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Morris Alper, Inc. 6600 Corporate Center Parkway Jacksonville, Florida 32216	Florida	Corporation
Florida Document/Registration Number P99000065633		

SECOND: The exact name, address, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Morris Alper, LLC 6600 Corporate Center Parkway Jacksonville, Florida 32216	Delaware	Limited Liability Company

THIRD: The attached Plan of Merger was approved by each domestic corporation that is a party to the merger in accordance with the applicable provisions of Chapter 607, Florida Statutes.

FOURTH: The attached Plan of Merger was approved by the other business entity that is a party to the merger in accordance with the laws of its applicable jurisdiction.

FIFTH: The surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholder of each domestic corporation that is a party to the merger.

SIXTH: The surviving entity is a limited liability company organized under the laws of Delaware and the mailing and street address, including street and number, of its principal office under the law of Delaware is as follows:

Morris Alper, LLC
6600 Corporate Center Parkway
Jacksonville, Florida 32216

SEVENTH: The surviving entity agrees to promptly pay to the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under section 607.1302, Florida Statutes.

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TALLAHASSEE, FLORIDA

EIGHTH: The merger will become effective as of March 31, 2006.

NINTH: The Articles of Merger are in compliance with and was executed in accordance with the laws of each party's applicable jurisdiction.

[Signatures appear on the following page]

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PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section 607.1108 and is being submitted in accordance with section 607.1109, Florida Statutes.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: The exact name and jurisdiction of each merging party are as follows:

Name

Jurisdiction

Morris Alper, LLC, a Delaware limited liability company

Delaware

Morris Alper, Inc. (P99000065633)

Florida

SECOND: The exact name and jurisdiction of the surviving party are:

Name

Jurisdiction

Morris Alper, LLC

Delaware

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

The capital stock of Morris Alper, Inc. is extinguished and canceled.

The membership interests in Morris Alper, LLC are unchanged. The organizational documents of Morris Alper, LLC shall continue to govern the surviving entity.

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

The capital stock of Morris Alper, Inc. will not be converted into interests of the surviving entity, cash or other property.

B. The manner and basis of converting rights to acquire interest, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

The membership interests in the surviving entity are unchanged and shall represent the sole ownership interests in the surviving entity.

FIFTH: Acosta, Inc., a Delaware corporation, is the sole and managing member of the surviving entity and its business address is 6600 Corporate Center Parkway, Jacksonville, Florida 32216.

[Signatures appear on the following page]