

NOV. 29. 2007

11:18 AM

CAPITAL CONNECTION

NO. 2887

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P99000098436

Florida Department of State
Division of Corporations
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To:

Division of Corporations
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Account Name : YOUR CAPITAL CONNECTION, INC.
Account Number : I20000000257
Phone : (850) 224-8870
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*Effectiveness date
12/3/07*

MERGER OR SHARE EXCHANGE

Thalata, Inc.

Certificate of Status	0
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November 29, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

THALATA, INC.
PO BOX 330108
ATLANTIC BEACH, FL 32233-0108

SUBJECT: THALATA, INC.
REF: P99000098436

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The effective date must be the same in the Articles and Plan of merger.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6905.

Thelma Lewis
Document Specialist Supervisor

FAX Aud. #: H07000288234
Letter Number: 807A00067775

RECEIVED
2007 NOV 29 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

Name	Jurisdiction	Document Number (If known/ applicable)
Thalata, Inc.	Florida	P99000098436

Second: The name and jurisdiction of each merging corporation:

Name	Jurisdiction	Document Number (If known/ applicable)
KAU, Inc.	Florida	L04048

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR 12 /03 / 07 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

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 11/28/07

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ and shareholder approval was not required.

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(s) on 11/28/07

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

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FILED
2007 NOV 29 PM 1:43
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Seventh: SIGNATURES FOR EACH CORPORATION

Typed or Printed Name of Individual & Title

Chris Hionides, President/Directo

Chris Hionides, President/Directo

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PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

Name

Jurisdiction

Thalata, Inc.

Florida

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

Kau, Inc.

Florida

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

See attached.

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:

See attached.

(Attach additional sheets if necessary)

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PLAN OF MERGER

The Board of Directors of KAU, Inc. hereby sets forth a plan of merger between KAU, Inc. and Thalata, Inc.

1. KAU, Inc. will merge into Thalata, Inc. effective December 3, 2007.
2. Each share of KAU, Inc. will be exchanged for one like share of equal value in Thalata, Inc., the latter shares having the same value and rights of the former.
3. The foregoing exchange shall be effectuated immediately upon merger and surrender of the shares of KAU, Inc. to the secretary of Thalata, Inc. at which time Thalata, Inc. shall be the surviving company.
4. All assets and liabilities of KAU, Inc. shall be merged into Thalata, Inc.
5. The Articles of Incorporation of Thalata, Inc. will be amended to authorize the issuance of additional stock.
6. Shareholders of KAU, Inc. will be entitled to vote and who dissent from the merger shall be entitled, if they comply with the provisions of the Florida Business Corporation Act regarding the rights of dissenting shareholders, to be paid the fair value of their shares in KAU, Inc.

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THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

See attached.

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

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**Articles of Amendment
to
Articles of Incorporation
of**

Thalata, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

P99000098436

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

N/A

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered," "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Amended Article III (to increase amount of authorized shares
of common stock from 100 to 500)

This corporation is authorized to issue 500 shares of common
stock having no par value, which shares shall be and hereby are
designated as "Common Shares". Without action by the stockholders,
any or all of the authorized shares may be issued by the corporation
from time to time for such consideration as may be fixed by the
Board of Directors of this corporation.

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

N/A

(continued)

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The date of each amendment(s) adoption: 11/28/07Effective date if applicable: 12/03/07
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

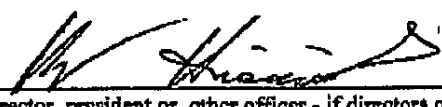
- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by

(voting group)"

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature


(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Chris Hionides

(Typed or printed name of person signing)

President

(Title of person signing)

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