S45331

BRICE BUSINESS GROUP

5517 SW 69 TERRACE GAINESVILLE, FL 32608
Phone (352) 372-7736 (352) 377-8714 Fax

FILED

01 JAN -2 AM 9:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Independent
Offices of:
C. L. Brice, Inc.
Special Investments, Inc.
Loan Services, Inc.
Kanapaha Meadows, Inc.
Brice Construction, Inc.
Partnership 97, Ltd.
Kanapaha Ranch
Timber Reserves
Gilchrist Timber

December 29, 2000

Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

RE: Corporate merger & name change

Enclosed please find the following documents for filing:

1. Articles of Merger - 3 pgs. *(with $78.75 check)*

2. Amendment to Articles of Incorporation - 1 pg. *(with $43.75 check)*

According to instructions from your website, the merger should be filed first, and then the name change.

The checks accompanying the documents include payment for a certified copy of each.

If you have questions, please contact Alison Cox at the phone numbers or address provided above.

merger
1-10-01
mrs

Thank you,

B A Buckley

Beverly A. Buckley
Assistant

ARTICLES OF MERGER
Merger Sheet

MERGING:

C. L. BRICE, INC., a Florida corporation, L19012

INTO

SPECIAL INVESTMENTS, INC., a Florida entity, S45331

File date: January 2, 2001

Corporate Specialist: Doug Spitler

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Name: **Special Investments, Inc.** Jurisdiction: State of Florida

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

Name: **C. L. Brice, Inc.** Jurisdiction: State of Florida

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 January 1, 2001.

Fifth: Adoption of Merger by **surviving** corporation-

The Plan of Merger was adopted by the board of directors of the surviving corporation on December 31, 2000, and shareholder approval was not required.

Sixth:

The Plan of Merger was adopted by the board of directors of the **merging** corporation on December 31, 2000, and shareholder approval was not required.

NOTE: Each director signing on the following page is a director of both the surviving corporation and the merging corporation, and each director's signature on the following page is acknowledgement of the merger on behalf of both corporations.

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Seventh: **SIGNATURES FOR EACH CORPORATION**

Name of Corporation	Signature	Typed or Printed Name of Individual & Title
Special Investments, Inc. & C. L. Brice, Inc.	Carla Brice	Carla Brice, Director
Special Investments, Inc. & C. L. Brice, Inc.	Alison L Cox	Alison L. Cox, Director
Special Investments, Inc. & C. L. Brice, Inc.	Stephanie A. Ference, Director	Stephanie A. Ference
Special Investments, Inc. & C. L. Brice, Inc.	David M Miller	David M. Miller, Director
Special Investments, Inc. & C. L. Brice Inc.	Not Available	Thomas P. Hicks, Jr., Director

PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1 101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the **surviving** corporation:

Name: **Special Investments, Inc.** Jurisdiction: State of Florida

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

Name: **C. L. Brice, Inc.** Jurisdiction: State of Florida

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

The director s of the surviving corporation and of the merging corporation are one and the same, and each director will continue as such. In addition, the officers of the surviving corporation are also the same officers of the merging corporation, and each will continue to serve in his/her official capacity.

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:

The shareholders of the surviving corporation are also the exclusive shareholders of the merging corporation. The stock in the new corporation will be allocated based on the relative values of existing stock in the two merging corporations.

NOTE: An amendment to the articles of incorporation changing the name of the surviving corporation is being filed herewith simultaneously.