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MERGER OR SHARE EXCHANGE

SHANTOSHI, INC.

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STATE OF FLORIDA
SECRETARY OF STATE

ARTICLES OF MERGER
FOR SHANTOSHI, INC., A FLORIDA CORPORATION ("SHANTOSHI"),
AND KESA HOLDINGS, INC., A FLORIDA CORPORATION, ("KESA")

Pursuant to Section 607.1104 and Section 607.1105, Florida Statutes, the undersigned, as the surviving corporation and the merging company in the merger described herein, hereby submit the following information:

(1) Attached hereto as Exhibit 1 and made a part hereof is a copy of the Plan of Merger (the "Plan of Merger") for the merger described herein.

(2) The effective date of the merger shall be as of December 31, 2007.
~~the date these Articles are filed with the Secretary of State of Florida.~~

(3) KESA's board of directors have adopted and its shareholders have approved this Plan of Merger by unanimous written consent executed on the 14 day of December, 2007 and SHANTOSHI's board of directors have adopted and its shareholders have approved this Plan of Merger by unanimous written consent executed on the 14 day of December, 2007.

(4) The name of the surviving entity shall be SHANTOSHI, INC., a Florida corporation.

Date: December 14, 2007

KESA HOLDING, INC.,
a Florida corporation

SHANTOSHI, INC.,
a Florida corporation

Kishor V. Patel.
By: Ken Patel
Title: President/Director

Kishor V. Patel.
By: Ken Patel
Title: President/Director

Kishor V. Patel.
Ken Patel, Sole Shareholder

Kishor V. Patel.
Ken Patel, Sole Shareholder

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EXHIBIT 1

PLAN OF MERGER

THIS PLAN OF MERGER (the "Plan of Merger") is made and entered into as of the 14 day of December, 2007 by and among, SHANTOSHI, INC., a Florida corporation ("SHANTOSHI") and, KESA HOLDINGS, INC., (the "KESA"), under the following circumstances:

(A) KESA, is a corporation duly organized and existing under the laws of the State of Florida and has outstanding 10000 issued shares of stock.

(B) SHANTOSHI, is a corporation duly organized and existing under the laws of the State of Florida.

(C) KESA's board of directors have adopted and its shareholders have approved this Plan of Merger by unanimous written consent executed on the 14 day of December, 2007, and SHANTOSHI's board of directors have adopted and its shareholders have approved this Plan of Merger by unanimous written consent executed on the 14 day of December, 2007.

NOW THEREFORE, in considerations of the promises and agreements contained herein, the parties hereto agree as follows:

(1) As of the Effective Date of the merger contemplated herein (the "Merger") the parent corporation, KESA, shall merge (and thereby cease to exist) into its subsidiary corporation, SHANTOSHI, which will be the surviving corporation.

~~(2) The Merger shall become effective as of the date the Articles of Merger are filed with the Florida Secretary of State.~~

(3) As of the Effective Date of the Merger, each share of KESA that is issued and outstanding shall be cancelled, surrendered, and converted, by virtue of the merger and without action of the shareholder, into the right to receive such number of duly authorized, validly issued, fully paid and non-assessable Class A common shares in SHANTOSHI. Such rights to shares shall be distributed in a pro rata fashion so that each shareholder of the former parent receives a pro rata amount of rights to shares in the subsidiary, equal to his former pro rata interests in the parent.

(4) As of the Effective Date of the Merger, SHANTOSHI shall succeed to and possess all property, real, personal, and mixed, powers, franchises, public and private authority and all debts due on whatever account, and all other choses in action, and all and every other interest of or belonging

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to KESA, and all such shall be transferred to and vested in SHANTOSHI, without further act or deed, and the title to any real estate or any interest therein vested in KESA shall be thereupon vested in SHANTOSHI without revision or impairment.

(5) Notwithstanding the foregoing, if, at any time, SHANTOSHI shall consider or be advised that further assignments, conveyances, or assurances are necessary or desirable to carry out the provisions hereof, the proper officers of KESA as of the effective date and time of the Merger shall execute and deliver any and all proper deeds, assignments, and assurances, and shall do all things necessary or proper to carry out the provisions and intent of this Plan of Merger.

(6) The Articles of Incorporation and Bylaws of SHANTOSHI shall remain in effect until amended or changed as provided for in such Bylaws of the surviving entity.

(7) Pursuant to FL Statutes Section 607.1104(4), the shareholders of the subsidiary who, except for the applicability of such section, would be entitled to vote and who dissent from the merger pursuant to FL Statute Section 607.1321, are hereby notified that they may be entitled, if they comply with the provisions of this act regarding appraisal rights, to be paid the fair value of their shares.

(8) The shareholder of the subsidiary corporation hereby waives the mailing requirements pursuant to FL Statutes Section 607.1104(1)(b)(4).

IN WITNESS WHEREOF, the parties have caused this Plan of Merger to be signed in their corporate name as of the date and year first written above. In addition the sole shareholders of each party have approved of this Plan of Merger.

KESA HOLDING, INC.,
a Florida corporation

SHANTOSHI, INC.,
a Florida corporation

Kishor V. Patel.
By: Ken Patel
Title: President/Director

Kishor V. Patel.
By: Ken Patel
Title: President/Director

Kishor V. Patel.
Ken Patel, Sole Shareholder

Kishor V. Patel.
Ken Patel, Sole Shareholder

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