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MERGER OR SHARE EXCHANGE

PERRIGO FLORIDA, INC.

EFFECTIVE DATE
1-2-31-87

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NO. 964 P. 2
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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:

| <u>Name</u> | <u>Jurisdiction</u> | <u>Document Number</u> (If known/applicable) |
|-----------------------|---------------------|---|
| Perrigo Florida, Inc. | Florida | V34692 |

Second: The name and jurisdiction of each merging corporation:

| <u>Name</u> | <u>Jurisdiction</u> | <u>Document Number</u> (If known/ applicable) |
|--------------------------------|---------------------|--|
| Perrigo Florida Holdings, Inc. | Florida | P04000044342 |
| | | |
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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 / 31 / 2008 (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 _____.

The Plan of Merger was adopted by the board of directors of the surviving corporation on December 19, 2008 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 _____

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on December 19, 2008 and shareholder approval was not required.

(Attach additional sheets if necessary)

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or Director

Typed or Printed Name of Individual & Title

Perrigo Florida, Inc.

[Handwritten signature]

Todd W. Kingma, Secretary

Perrigo Florida Holdings, Inc.

[Handwritten signature]

Todd W. Kingma, Secretary

PLAN OF MERGER
(Merger of subsidiary corporation(s))

The following plan of merger is submitted in compliance with section 607.1104, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the parent corporation owning at least 80 percent of the outstanding shares of each class of the subsidiary corporation:

Name

Jurisdiction

Perrigo Florida Holdings, Inc.

Florida

The name and jurisdiction of each subsidiary corporation:

Name

Jurisdiction

Perrigo Florida, Inc.

Florida

The manner and basis of converting the shares of the subsidiary or parent into shares, obligations, or other securities of the parent 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, and other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

1. At close of business on December 31, 2008 (the "Effective Time") of the merger, each share of common stock of Perrigo Florida, Inc. ("Surviving Corporation") outstanding immediately before the Effective Time shall remain outstanding and continue to represent one outstanding share of common stock of the Surviving Corporation.
2. At the Effective Time, each share of common stock of Perrigo Florida Holdings, Inc. ("Merging Corporation") outstanding immediately before the Effective Time, shall be canceled and exchanged on a one-for-one basis with shares of the Surviving Corporation, with no payment being made with respect thereto. The Surviving Corporation and the Merger Corporation are sometimes collectively referred to in this document as the "Constituent Corporations."

(Attach additional sheets if necessary)

If the merger is between the parent and a subsidiary corporation and the parent is not the surviving corporation, a provision for the pro rata issuance of shares of the subsidiary to the holders of the shares of the parent corporation upon surrender of any certificates is as follows:

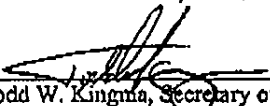
The sole shareholder of Merging Corporation common stock outstanding immediately before the Effective Time shall receive one share of Surviving Corporation common stock for each share of Merging Corporation stock held.

If applicable, shareholders of the subsidiary corporations, who, except for the applicability of section 607.1104, Florida Statutes, would be entitled to vote and who dissent from the merger pursuant to section 607.1321, Florida Statutes, may be entitled, if they comply with the provisions of chapter 607 regarding appraisal rights of dissenting shareholders, to be paid the fair value of their shares.

Other provisions relating to the merger are as follows:

1. The Surviving Corporation shall have and possess all the rights, privileges, immunities and franchises and be subject to all the duties and liabilities of a corporation under Florida law and shall have and possess all the rights, privileges, immunities and franchises, public or private, of both of the Constituent Corporations.
2. All property, real, personal and mixed, all debts due on whatever account, including subscriptions to shares, all rights of action, and all other assets or interests of any description of, belonging to, or due to either or both of, the Constituent Corporations shall be deemed to be transferred and vested in the Surviving Corporation without further act or deed. The title to any real estate, or any interest in real estate, vested in either of the Constituent Corporations, shall not revert or be in any way impaired by reason of the merger.
3. From and after the Effective Time of the merger, the Articles of Incorporation and Bylaws of Perrigo Florida, Inc., as existing and constituted at the Effective Time, shall constitute the Articles of Incorporation and Bylaws of the Surviving Corporation without change or amendment until the same are altered, amended or repealed in accordance with law and the provisions of the Articles of Incorporation and Bylaws of the Surviving Corporation.
4. The officers and directors of Perrigo Florida, Inc. at the Effective Time shall be and constitute the officers and directors of the Surviving Corporation until their successors are elected or they are removed from office in accordance with law and the provisions of the Articles of Incorporation and Bylaws of the Surviving Corporation.

Dated: December 22, 2008.


Todd W. Kingma, Secretary of Perrigo Florida, Inc.


Todd W. Kingma, Secretary of Perrigo Florida Holdings, Inc.