

PO1000059970

CT CORPORATION SYSTEM

FILED
01 DEC -7 PM 3:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

KadeMA, Inc. merging into: KadiMA, Inc. (Surviving Corp.)

100004734271-1-5
-12/07/01--01034--025
*****78.75 *****78.75

- | | | |
|--|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input checked="" type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

12/7/01

Order#: 4911626

Ref#: _____

Amount: \$ _____

MS

RECEIVED
01 DEC -7 AM 11:42
DIVISION OF CORPORATION

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

C. Coulllette DEC 10 2001



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 7, 2001

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: KADEMA, INC.
Ref. Number: P01000059970

RECEIVED
01 DEC 10 AM 11:59
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for KADEMA, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

We must have the signature of officer from the merging corporation and the surviving corporation.

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) 245-6903.

To: Cheryl Coulliette
Document Specialist

Letter Number: 401A00064747

From: Melanie

★ Please ★

Back-Date this
Align to 12-7-01.

Thanks So Much!
Melanie

12-10-01
2:30

ARTICLES OF MERGER
Merger Sheet

MERGING:

KADEMA, INC., a Florida corporation, P01000059970

INTO

KADIMA, INC., a Nevada entity not qualified in Florida

File date: December 7, 2001

Corporate Specialist: Cheryl Coulliette

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 is:

<u>Name</u>	<u>Jurisdiction</u>
KadiMA, Inc.	Nevada

Second: The name and jurisdiction of each merging corporation is:

<u>Name</u>	<u>Jurisdiction</u>
KadeMA, Inc.	Florida
_____	_____
_____	_____
_____	_____
_____	_____

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TALLAHASSEE, 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 11 / 13 / 2001 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future.)

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 November 13, 2001 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 November 12, 2001 and shareholder approval was not required.

(Attach additional sheets if necessary)

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

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

<u>Name</u>	<u>Jurisdiction</u>
KadiMa, Inc.	Nevada

Second: The name and jurisdiction of each merging corporation is:

<u>Name</u>	<u>Jurisdiction</u>
KadeMA, Inc.	Florida

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

KadeMA, Inc. , a Florida Corporation, has merged into KadiMA, Inc., a Nevada Corporation. The surviving Corporation is KadiMA, Inc. and KadeMa, Inc., shall no longer exist.

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:

(Attach additional sheets if necessary)

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

