

654781

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000031493 2))) /

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)922-4000

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)541-3694
Fax Number : (305)541-3770

99 DEC 10 PM 3:58
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

99 DEC 10 PM 3:31

DIVISION OF CORPORATIONS

MERGER OR SHARE EXCHANGE

FORTUNE INTERNATIONAL/BRICKELL BAYVIEW REAL ESTATE,

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

Morgan/KC

ARTICLES OF MERGER
Merger Sheet

MERGING:

FORTUNE INTERNATIONAL REALTY, INC., a Florida corporation, document
number S28592

INTO

FORTUNE INTERNATIONAL/BRICKELL BAYVIEW REAL ESTATE, INC. which
changed its name to

FORTUNE INTERNATIONAL REALTY, INC., a Florida entity, 654781

File date: December 10, 1999

Corporate Specialist: Karen Gibson

H99000031493

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 are:

<u>Name</u>	<u>Jurisdiction</u>
FORTUNE INTERNATIONAL/ BRICKELL BAYVIEW REAL ESTATE, INC.	FLORIDA

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

<u>Name</u>	<u>Jurisdiction</u>
FORTUNE INTERNATIONAL REALTY, INC.	FLORIDA

FILED
99 DEC 10 PM 3:58
SECRETARY OF STATE
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 _____ / _____ / _____ (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 January 4, 1999.

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 January 4, 1999.


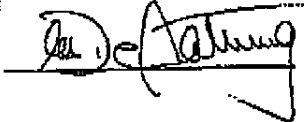
The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

H99000031493

H99000031493

Seventh: SIGNATURES FOR EACH CORPORATION

<u>Name of Corporation</u>	<u>Signature</u>	<u>Typed or Printed Name of Individual & Title</u>
Fortune International/ Brickell Bayview Real Estate, Inc.		Walter DeFortuna, President
Fortune International Realty, Inc.		Edgardo DeFortuna, President

H99000031493

H99000031493

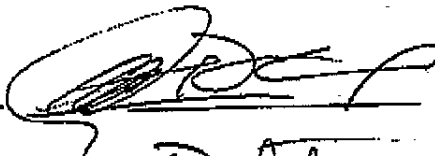
Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature

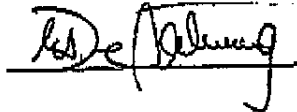
Typed or Printed Name of
Individual & Title

Fortune International/
Brickell Bayview Real Estate, Inc.



Walter DeFortuna, President

Fortune International Realty, Inc.



Edgardo DeFortuna, President

H99000031493

H99000031493

PLAN OF MERGER
(Non Subsidiaries)

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 are:

<u>Name</u>	<u>Jurisdiction</u>
FORTUNE INTERNATIONAL/ BRICKELL BAYVIEW REAL ESTATE, INC.	Florida Corporation

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

<u>Name</u>	<u>Jurisdiction</u>
FORTUNE INTERNATIONAL REALTY, INC.	Florida Corporation

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

Exchange of shares – one for one.

Fourth: The manner and basis for 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 for 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:

Exchange of shares – one for one.

(Attach additional sheets if necessary)

H99000031493

H99000031493

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

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

Upon the merger taking effect, the name of the surviving entity shall be changed to:
FORTUNE INTERNATIONAL REALTY, INC.

OR

Restarted articles are attached:

Other provisions relating to the merger are as follows:

H99000031493