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Merger

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MAR 1 7 2010

COVER LETTER

TO:	Amendment Division of	nt Section f Corporations					
SUBJ	ECT:	T.Y.	Lin Internati	ional			
		Name of Su	rviving Corporation				
The e	nclosed Artic	les of Merger and fee are	e submitted for	filing.			
Please	e return all co	rrespondence concerning	g this matter to	followii	ng:		
		Allison Bagby Contact Person		_			
		· · · · · · · · · · · · · · · · · · ·					
		T.Y. Lin International Firm/Company		_			
	Two l	Harrison Street, Suite 5	500	_			
		Address					
	Sa	n Francisco, CA 94105	5	_			
		City/State and Zip Code					
E	-mail address: (abagby@tylin.com to be used for future annual r	eport notification)	_			
For fu	rther informa	ntion concerning this mat	tter, please call:				
		Allison Bagby	At (_		_)	291-3712	
	Na	ame of Contact Person		4	Area Code &	Daytime Telephone Number	
V	Certified copy	(optional) \$8.75 (Please	send an addition	al copy o	f your doc	ment if a certified copy is	requested)
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		Florida 32301		1 411411	assee, i ic	riad Jaji i	



March 10, 2010

ALLISON BAGBY T.Y. LIN INTERNATIONAL TWO HARRISON ST STE 500 SAN FRANCISCO, CA 94105

SUBJECT: T.Y. LIN INTERNATIONAL

Ref. Number: 834521

We have received your document for T.Y. LIN INTERNATIONAL and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fee to file articles of merger or articles of share exchange is \$35 per party to the merger or share exchange. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

There is a balance due of \$35.00.

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) 245-6925.

Letter Number: 010A00006005

Teresa Brown Regulatory Specialist II

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, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

Name	<u>Jurisdiction</u>	Document Number (If known/ applicable)		
T.Y. Lin International	California	834521		
Second: The name and jurisdiction of each	merging corporation:	Document Number (If known/ applicable)		
Name	<u>Jurisdiction</u>	Document Number (If known/ applicable)		
T.Y. Lin International		(I known apprecaute)		
Construction Services, Inc.	Florida	P02000120433		
Third: The Plan of Merger is attached. Fourth: The merger shall become effective Department of State.	e on the date the Articles of Merg	er are filed with the Florida		
OR / (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 <u>surviving</u> 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 March 1, 2010 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 March 1, 2010 and shareholder approval was not required.				

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation	Signature of an Officer or Director	Typed or Printed Name of Individual & Title
T.Y. Lin International	Shurt Shumbel	Alvaro J. Piedrahita, President/Director
T.Y. Lin International		
Construction Services, Inc.	Church Chumalus	Alvaro J. Piedrahita, Director
· · · · · · · · · · · · · · · · · · ·		
		

PLAN OF MERGER

(Non Subsidiaries)

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

Name	Jurisdiction
T.Y. Lin International	California
Second: The name and jurisdiction of each mergin	ng corporation:
Name	<u>Jurisdiction</u>
T.Y. Lin International	
Construction Services, Inc.	Florida

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

First: The name and jurisdiction of the surviving corporation:

- 1. The names of the Constituent Corporations to be merged are T.Y. Lin International Construction Services, Inc. ("TYLI CS") and T.Y. Lin International ("TYLI").
- 2. The corporation that shall survive the merger is T.Y. Lin International
- 3. The effective date of the merger shall be the date of filing by the Florida Department of State
- 4. On the effective date, the separate existence if TYLI CS shall cease and TYLI shall succeed to and shall possess all the rights, privileges, immunities, powers, and purposes of TYLI CS. All property, real, personal and mixed and every other asset of TYLI CS shall vest in TYLI without further act or deed. TYLI shall assume and b liable for all liabilities, obligations and penalties of TYLI CS and no liability or obligation due or to become due, claim or demand for any cause existing against TYLI CS shall be released or impaired by the merger.

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 100 shares of no par value outstanding stock in T.Y. Lin International Construction Services, Inc. are 100% owned by T.Y. Lin International. These shares shall be cancelled.

(Attach additional sheets if necessary)