

P02000.67440

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

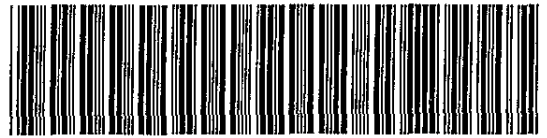
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400025676634

12723/03--01026--029 **78.75

Effective 2-31-03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 DEC 23 PM 2:03

FILED

*1-6
NA (not clear)*

CHARLES RYAN

HICKMAN, P.A.

ATTORNEY

AT

2401

T

WEST PALM BEACH

FLORIDA 33401

TELEPHONE

55-3090

FACSIMILE

5-1004

e-mail: CHARLES@HICKMAN

WWW.HICKMANFLORIDA.COM

December

2003

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Merger and Plan of
Impresiones Aereas U.S.A., Inc.
and Pevazi, Inc., P020000674

Number Between
000062931

Dear Clerk:

Please accept the Articles of Merger and

Plan of Merger enclosed herewith for filing.

Also enclosed herewith is a duplicate copy of the
form after filing.

which we would like to receive back in certified

Finally, enclosed herewith is this firm's check for
this service.

in the amount of \$78.75 to cover the fee for

Thanking you for your attention to the matter,

Very truly,

Sincerely,
CHARLES RYAN

AN HICKMAN, P.A.



By: Charles Ryan

An Hickman

CRH:ecc
Enclosures

Effective 12-31-03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 DEC 23 PM 2:03

FILED

**ARTICLE
PURSUANT**

**MERGER
507.1104, F.S.**

These Articles of Merger are between
corporation, with filing number P 0200005
corporation, with filing number P 02000067


RESIONES AEREAS U.S.A., INC., a Florida
'Subsidiary'), and PEVAZI, INC., a Florida
parent").

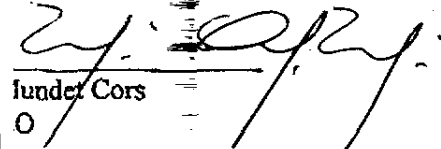
1. The Subsidiary shall be merged i
shall thereafter no longer exist.
2. The Parent owns all shares of t
Date.
3. The Effective Date of the Merge
4. Shareholder approval was not re
by the Parent.
5. The Plan of Merger attached her

parent on the Effective Date and the Subsidiary
Subsidiary, which shall be retired on the Effective
Date at 11:59 p.m. on December 31, 2003.
because all shares of the Subsidiary are owned
adopted as of November 30, 2003.

PEVAZI, INC.
(Surviving corp

da corporation
)

By: 
Arturo M. Z
Title: President


Fundet Cors
O

PLAN OF MERGER OF
PURSUANT

DIARY CORPORATION
§607.1104, F.S.

This Plan of Merger (this "Plan") is
PEVAZI, INC., a Florida corporation ("Par
Florida corporation ("Subsidiary").

as of November 30, 2003, by and between
d IMPRESIONES AEREAS U.S.A., INC., a

R

LS

A. WHEREAS, Subsidiary is a

owned subsidiary of Parent; and

B. WHEREAS, Parent has deter

to merge the Subsidiary into the Parent pursuant

to the terms of §607.1104, F.S.

NOW, THEREFORE, in considerat
(\$10.00) and for other good and valuable co
acknowledged hereby, the parties hereto, int

foregoing, the sum of Ten and 00/100 Dollars
tion, the receipt and sufficiency of which are
to be bound, hereby agree as follows:

1. **Recitals.** The recitals set for

are true and correct.

2. **Merger.** The Subsidiary sha
exist. Because all shares of the Subsidiary a
retiring of all of the shares of the Subsidiary.
this Merger.

into the Parent and shall thereafter no longer
d by the Parent, this Merger shall result in the
or conversion or other rights are applicable to

3 **Dissent.** There are no dissent

holders of the Subsidiary because the Parent

owns all shares of the Subsidiary.

4. **Notice.** By its execution of th

he Parent waives all mailing requirements that

it may possess as a shareholder of the Subsidiary.

Effective Date. The Effective

the Merger described herein shall be at 11:59

Handwritten initials and marks.

Handwritten signature.

p.m. on December 31, 2003.

IN WITNESS WHEREOF, the part
as of the date first above written.

PEVAZI, INC., a Florida corporation

By: [Signature]
Arturo M. Zindel Mundet Cors
Title: President and CEO

This Plan of Merger is approved by the Board
100% of the Shareholders of each Company.

PEVAZI, INC., a Florida corporation

By: [Signature]
Guillermo Perez Vargas Hernandez,
Secretary

o have executed and delivered this Agreement

IMPRESIONES AEREAS U.S.A., INC.,
a Florida corporation

By: [Signature]
Guillermo Perez Vargas Hernandez
Title: President

ectors of each Company after obtaining approval of

IMPRESIONES AEREAS U.S.A., INC.,
a Florida corporation

By: [Signature]
Jorge A. Zindel Mundet Cors, Secretary