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Division of Corporations



Florida Department of State Division of Corporations

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MERGER OR SHARE EXCHANGE

GLOBAL MATERIALS & SERVICES, INC.

Certificate of Status	0
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Page Count	10/203
Estimated Charge	\$70.00

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ARTICLES OF MERGER

(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation-Act, pursuant to section 607.1 (05, F.S.

First: The name and invisdiction of the surviving commutation:

	er satisfier corporation.	₹.°
Namd	<u>Jurisdiction</u>	Document Number (If known/applicable)
Globbi Materials & Services, Inc.	Florida	P04000168963
Second: The name and jurisdiction of	feach mereing corporation:	
Name	Jurisdiction	Document Number (Wiccown/applicable)
Amorican Fire Returdant Corp.	Nevada	(as order to a historical)
	•	
		
	· · · · · · · · · · · · · · · · · · ·	
Third: The Plan of Merger is attached		
Four in: The merger shall become eff Department of State.	ective on the date the Articles	of Merger are filed with the Florida
OR 01 / 06 / 05 (Enter a : tium 90	specific date. NOTE: An effective d days in the future.)	late cannot be prior to the date of filing or more
Ifthe Adoption of Merger by <u>surviv</u> The Plan of Merger was adopted by th	ing corporation - (COMPLETE e sharebolders of the surviving	ONLY ONE STATEMENT) g corporation on 12-23-04
The Plan of Merger was adopted by the	e board of directors of the sur- solder approval was not requir	
Sixth Adoption of Merger by merging the Plan of Merger was adopted by the	ig corporation(s) (COMPLETE e shareholders of the merging	ONLY ONE STATEMENT) corporation(s) on 12-23-04
The Plan of Merger was adopted by the	o board of directors of the mer	

(Attach additional sheets if necessary)

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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 <u>surviving</u> corporation:

Name

Global Materials & Services, Inc.

Florids

Second: The name and jurisdiction of each <u>merging</u> corporation:

Name

Invisitetion

American Fire Retardant Corp.

Nevada

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

The apparate existence of American Fire Retardant Corp. (AFRC) shall occore. Global Materials & Sarvices, Inc. (GMS) shall accored, without other transfer, to all the rights and properties of AFRC and shall be subject to all the debtsiand lightilities of such corporation in the same manner as if GMS had itself incurred them. All rights of creditors and all tiens upon the property of each constituent entity shall be preserved unimpaired, limited in fier to the property affected by such liters immediately prior to the marger. The Articles of knoopporation of GMS, existing on the Effective Date and reflecting the change of the corporate name and other provisions, shall continue in full force as the Articles of inchriporation of the Surviving Corporation until altered, amended, or repeated as provided therein or as provided therein or as provided they. The Sylaws of GMS existing on the Effective Date, shall online in full force as the Bylaws of the Surviving Corporation until altered, amended, or repeated as provided therein or as provided by law. Each share of the common stock, no pair value per share, of GMS, will have voting rights equal to the same number of shares of the common stock of AFRC, per value \$0.0001 per share.

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 past, 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 each or other property are as follows:

(Attach additional sheets if necessary)

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Jan. 05 2005 11:57AM P4

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Seventh: SIGNATURES	FOR EACH CORPORATION	
Namel of Corporation	Signature	Typed or Printed Name of Individual & Title
Global Malarials &	Part B	RANDY W. BETTS SECTYTREASURER
Services, Inc.		
American Fire Retardent	a a	RANDY W. BETTS SECTY/TREASURER
Corp.		
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