

P98000092839

ARTICLES OF MERGER
Merger Sheet

MERGING:

BERT & ERNIE'S ICE CREAM, INC., a Florida corporation P98000092839

INTO

700004134197--8

A & E USA INC., a Florida entity, P01000028678

File date: April 30, 2001, effective May 1, 2001

Corporate Specialist: Annette Ramsey