

421879



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 681140 92382A

AUTHORIZATION

Patricia P. Pitt

COST LIMIT : \$ 131.25

ORDER DATE : January 26, 1998

ORDER TIME : 10:17 AM

ORDER NO. : 681140-005

CUSTOMER NO: 92382A

500002411475--8

CUSTOMER: Mr. Paul R. Stanton
Wellisch Metzger & Stanton
Suite 207
8603 S. Dixie Highway
Miami, FL 33143

merger

ARTICLES OF MERGER

MUELLER INDUSTRIAL DEVELOPMENT
CORP.

INTO

MUELLER INTERNATIONAL PROPERTY
AGENTS CORPORATION

FILED
98 JAN 26 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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PLAIN STAMPED COPY
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CONTACT PERSON: *Cindy Harris*

EXAMINER'S INITIALS:

Name	<i>Don</i>
Availability	<i>Don</i>
Document	<i>Don</i>
Examiner	<i>Don</i>
Update	<i>Don</i>
Acknowledgment	<i>Don</i>
W.P. Verifier	<i>Don</i>

RECEIVED
98 JAN 26 AM 11:49
DIVISION OF CORPORATION

ARTICLES OF MERGER
Merger Sheet

MERGING:

MUELLER INDUSTRIAL DEVELOPMENT CORP., a Florida corporation 421385

INTO

MUELLER INTERNATIONAL PROPERTY AGENTS CORPORATION, a
Florida corporation, 421879

File date: January 26, 1998

Corporate Specialist: Annette Hogan

Account number: 072100000032

Account charged: 131.25

98 JAN 26 PM 1:14
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

OF

MUELLER INDUSTRIAL DEVELOPMENT CORP.
A FLORIDA CORPORATION

INTO

MUELLER INTERNATIONAL PROPERTY AGENTS CORPORATION,
A FLORIDA CORPORATION

Pursuant to the provisions of Section 607.1105 of the Florida Business Corporation Act, the undersigned corporations adopt the following articles of merger.

ARTICLE ONE

The names of the corporations participating in the merger are MUELLER INDUSTRIAL DEVELOPMENT CORP. and MUELLER INTERNATIONAL PROPERTY AGENTS CORPORATION.

ARTICLE TWO

The name of the surviving corporation shall be MUELLER INTERNATIONAL PROPERTY AGENTS CORPORATION.

ARTICLE THREE

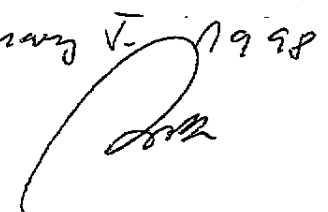
The Plan of Merger of MUELLER INDUSTRIAL DEVELOPMENT CORP. into MUELLER INTERNATIONAL PROPERTY AGENTS CORPORATION is as follows:

a. The name of the corporation which will be the surviving corporation in this merger is MUELLER INTERNATIONAL PROPERTY AGENTS CORPORATION, a Florida corporation ("Surviving Corporation"). The name of the corporation merging into the Surviving Corporation is MUELLER INDUSTRIAL DEVELOPMENT CORP. ("Merging Corporation").

b. The shares of the Merging Corporation shall be surrendered to the Surviving Corporation for cancellation and exchanged for and converted into twenty (20) shares of common stock of MUELLER INTERNATIONAL PROPERTY AGENTS CORPORATION.

ARTICLE FOUR

As to MUELLER INDUSTRIAL DEVELOPMENT CORP., the plan was duly approved by its shareholder on December 31, 1997.

B-1 January 1998


As to MUELLER INTERNATIONAL PROPERTY AGENTS CORPORATION, the plan was duly approved by its shareholder on December 31, 1997.

ARTICLE FIVE

The merger shall take effect upon the date of filing of the Certificate with the Secretary of State.

MUELLER INDUSTRIAL DEVELOPMENT CORP..
a Florida corporation

Date: January 5, 1998

BY: 

NAME: KARL-HEINRICH MÜLLER

Its: PRESIDENT

MUELLER INTERNATIONAL PROPERTY AGENTS
CORPORATION, a Florida corporation

Date: January 5, 1998

BY: 

NAME: KARL-HEINRICH MÜLLER

Its: PRESIDENT

This instrument prepared by:
Paul R. Stanton, Esquire
Wellisch, Metzger & Stanton, P.A.
8603 South Dixie Highway, Suite 207
Miami, Florida 33143
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