

519625

MURPHY LAW FIRM
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October 12, 1999

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-10/18/99--01115--007
*****70.00 *****70.00

Division of Corporations
Amendment Section
Department of State
P. O. Box 6327
Tallahassee, FL 32314

Re: Design Services International, Inc. to be merged into BonLee Interiors, Inc.

Dear Sirs:

Enclosed you will find an Articles of Merger and Plan of Merger for Design Services International, Inc. and BonLee Interiors, Inc. for your filing. Also enclosed you will find one (1) check in the amount of \$70.00 for the above.

Please forward a confirmation letter to our office stating that the above documents have been filed in the above corporations.

Thank you.

Sincerely

Vincent Murphy
Vincent Murphy

Enclosures: Articles of Merger, Plan of Merger and Check - \$70.00

Merger

V. SHEPARD OCT 29 1999

FILED
99 OCT 18 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

DESIGN SERVICES INTERNATIONAL, INC., a Florida corporation,
P95000062360

INTO

BONLEE INTERIORS, INC., a Florida entity, 519625.

File date: October 18, 1999

Corporate Specialist: Velma Shepard

ARTICLES OF MERGER

These Articles of Merger for Design Services International, Inc., to be merged into BonLee Interiors, Inc., are submitted for filing with the Secretary of State:

FILED
99 OCT 18 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Plan of Merger

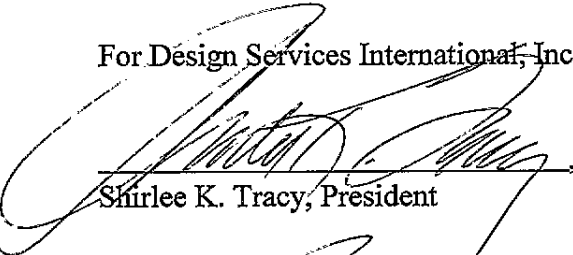
1. Design Services International, Inc. will merge into BonLee Interiors, Inc., which will hereinafter be designated the surviving corporation.
2. One share of BonLee Interiors, Inc., stock shall be issued for each share of Design Services International, Inc. stock surrendered.
3. All of the assets and all of the liabilities of Design Services International, Inc. will be assumed by the surviving corporation.
4. The plan shall be effective upon filing with the Secretary of State.

Date of Approval

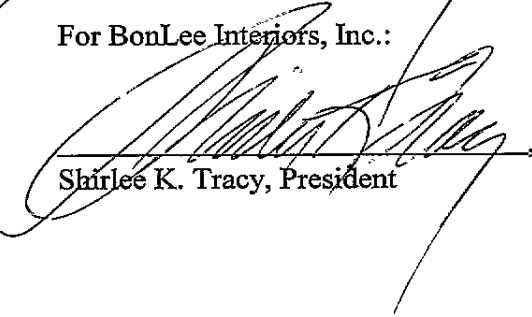
1. This plan of merger was unanimously approved by the board of directors and shareholders of Design Services International, Inc. on October 1, 1999.
2. This plan of merger was unanimously approved by the board of directors and shareholders of BonLee Interiors, Inc. on October 1, 1999.

In witness whereof, these Articles of Merger are executed on behalf of the merging corporations.

For Design Services International, Inc.:


_____, President
Shirlee K. Tracy, President

For BonLee Interiors, Inc.:


_____, President
Shirlee K. Tracy, President

The following plan of merger was submitted to the respective Boards of Directors and the shareholders of Design Services International, Inc. and BonLee Interiors, Inc., both Florida corporations. The plan was approved unanimously by the respective Boards and shareholders.

Plan of Merger

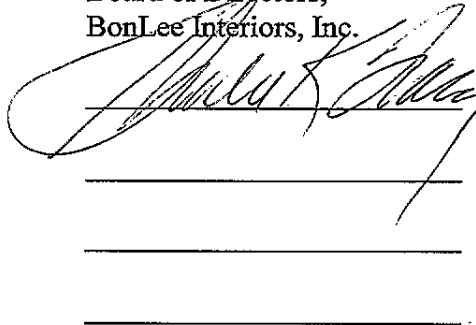
This plan of merger for Design Services International, Inc. and BonLee Interiors, Inc. is submitted for consideration by the Board of Directors and the shareholders of each corporation.

1. Design Services International, Inc. will merge into BonLee Interiors, Inc., which will hereinafter be designated the surviving corporation.
2. One share of BonLee Interiors, Inc., stock shall be issued for each share of Design Services International, Inc. stock surrendered.
3. All of the assets and all of the liabilities of Design Services International, Inc. will be assumed by the surviving corporation.

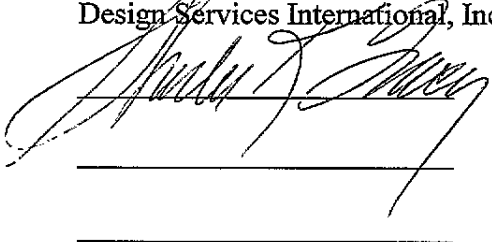
Approved:
Board of Directors,
Design Services International, Inc.



Approved:
Board of Directors,
BonLee Interiors, Inc.



Shareholders,
Design Services International, Inc.



Shareholders,
BonLee Interiors, Inc.

