

Document Number Only

640956

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

FILED
99 AUG 23 PM 4:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

000002967110--4
-08/23/99-01122-002
*****70.00 *****70.00

Golden Eagle International Forwarding Inc
Golden Eagle Group, Inc

- ☐ Profit ☐ Amendment ☒ Merger
☐ NonProfit ☐ Dissolution/Withdrawal ☐ Mark
☐ Limited Liability Company
☐ Foreign ☐ Annual Report ☐ Other
☐ Limited Partnership ☐ Fict. Filing ☐ Change of R.A.
☐ Reinstatement ☐ UCC-1 UCC-3
☐ Limited Liability Partnership ☐ Photo Copies ☐ CUS
☐ Certified Copy
☐ Call When Ready ☐ Call if Problem ☐ After 4:30
☒ Walk In ☐ Will Wait ☒ Pick Up
☐ Mail Out

RECEIVED
99 AUG 23 PM 1:05
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Please Return Extra Copy(s)
Filed Stamp

Thanks, Melanie ☺

AUG 23 1999

C. COULLIETTE AUG 23 1999

CR2E031 (1-89)

ARTICLES OF MERGER
Merger Sheet

MERGING:

GOLDEN EAGLE INTERNATIONAL FORWARDING, INC., a Florida corporation,
640956

INTO

GOLDEN EAGLE GROUP, INC., a Delaware corporation not qualified in
Florida.

File date: August 23, 1999

Corporate Specialist: Cheryl Coulliette

ARTICLES OF MERGER

The following Articles of Merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, F.S.

First: The name and jurisdiction of the surviving corporation is:

<u>Name</u>	<u>Jurisdiction</u>
Golden Eagle Group, Inc.	Delaware

Second: The name and jurisdiction of each merging corporation is:

<u>Name</u>	<u>Jurisdiction</u>
Golden Eagle International Forwarding, Inc.	Florida

FILED
99 AUG 23 PM 4:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Third: The Plan of Merger is attached.

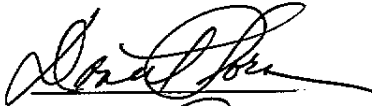

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

Fifth: Adoption of Merger by surviving corporation. The Plan of Merger was adopted by the shareholders of the surviving corporation on August 18, 1999.

Sixth: Adoption of Merger by merging corporation(s). The Plan of Merger was adopted by the shareholders of the merging corporation (s) on August 18, 1999.

[THE REMAINDER OF THIS PAGE LEFT INTENTIONALLY BLANK]

Seventh: SIGNATURES FOR EACH CORPORATION

<u>Name of Corporation</u>	<u>Signature</u>	<u>Typed or Printed Name of Individual & Title</u>
<u>Golden Eagle Group, Inc.</u>		<u>Daniel Para, Chairman, CEO</u>
<u>Golden Eagle International Forwarding, Inc.</u>		<u>Daniel Para, President, CEO</u>

PLAN OF MERGER

The following plan of merger is submitted in compliance with section 607.1104, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

1. The name and jurisdiction of the parent corporation owning all of the outstanding shares of each class of stock of the subsidiary corporation is:

<u>Name</u>	<u>Jurisdiction</u>
Golden Eagle Group, Inc.	Delaware

2. The name and jurisdiction of each subsidiary corporation is:

<u>Name</u>	<u>Jurisdiction</u>
Golden Eagle International Forwarding, Inc.	Florida

3. The manner and basis of converting the shares of the subsidiary or parent into shares, obligations, or other securities of the parent or any other corporation or, in whole or in part, 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, and other securities of the surviving or any other corporation or, in whole or in part, into cash or other property is as follows:

All outstanding shares of Golden Eagle International Forwarding, Inc. shall be canceled and no shares of Golden Eagle Group, Inc. shall be issued in exchange thereof.

The outstanding shares of Golden Eagle Group, Inc. shall remain outstanding and are not affected by the merger.


4. If applicable, shareholders of the subsidiary corporations, who, except for the applicability of section 607.1104, F.S. would be entitled to vote and who dissent from the merger pursuant to section 607.1320, F.S., may be entitled, if they comply with the provisions of chapter 607 regarding the rights of dissenting shareholders, to be paid the fair value of their shares.

5. Golden Eagle International Forwarding, Inc. shall, from time to time, as and when requested by Golden Eagle Group, Inc., execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.


[THE REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY]

IN WITNESS WHEREOF, the parties have executed this Plan of Merger.

INC. GOLDEN EAGLE INTERNATIONAL FORWARDING,

By: 
Name: Daniel Para
Title: President, CEO
Date: August 18, 1999

GOLDEN EAGLE GROUP, INC.

By: 
Name: Daniel Para
Title: Chairman, CEO
Date: August 18, 1999