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MERGER OR SHARE EXCHANGE

GLOBAL PARTNERS SECURITIES, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF MERGER
Merger Sheet

MERGING:

NAIB TRADING CORPORATION, a Florida corporation, document number
M53693

INTO

GLOBAL PARTNERS SECURITIES, INC., a New York entity, F02000004747

File date: September 23, 2002

Corporate Specialist: Karen Gibson

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ARTICLES OF MERGER
OF
NAIB TRADING CORPORATION (a Florida corporation)
WITH AND INTO
GLOBAL PARTNERS SECURITIES, INC. (a New York corporation)

Pursuant to Section 607.1105 of the Florida Business Corporation Act, the undersigned corporations adopt the following Articles of Merger:

FIRST: The plan of merger is as follows:

1. Merger. NAIB TRADING CORPORATION, a Florida corporation bearing Document #M53693 ("NAIB") shall be merged (the "Merger") with and into GLOBAL PARTNERS SECURITIES, INC., a New York corporation ("GPS"). NAIB and GPS are sometimes hereinafter collectively referred to as the "Constituent Corporations." GPS shall be the surviving corporation of the Merger (the "Surviving Corporation"), effective upon the date when these Articles of Merger are filed with the Department of State of the State of Florida (the "Effective Date").

2. Articles of Incorporation and By-Laws. The Certificate of Incorporation of GPS and the By-Laws of GPS, as same shall exist from and after the Effective Date, shall be the Certificate of Incorporation and By-Laws of the Surviving Corporation following the Effective Date, unless and until the same shall be amended or repealed in accordance with the provisions thereof or applicable law, which power to amend or repeal is hereby expressly reserved, and all rights or powers of whatsoever nature conferred in such Certificate of Incorporation and By-Laws of the Surviving Corporation, shall constitute the Certificate of Incorporation and By-Laws of the Surviving Corporation separate and apart from these Articles of Merger.

3. Succession. On the Effective Date, GPS shall continue its corporate existence under the laws of the State of New York, and the separate existence and corporate organization of NAIB, except insofar as it may be continued by operation of law, shall be terminated and cease.

4. Conversion of Shares. At the Effective Date, each issued and outstanding share of NAIB Common Stock shall be converted into .04735 shares of GPS Common Stock. On and after the Effective Date, each holder of a certificate evidencing issued and outstanding shares of NAIB may, but shall not be required to, surrender such certificate to GPS and, upon such surrender, such holder shall be entitled to receive a certificate evidencing 78 shares of GPS Common Stock. Until so surrendered, each certificate which evidenced shares of NAIB on the Effective Date shall be deemed for all purposes to evidence the ownership of the shares of NAIB into which such shares were converted by virtue of the Merger. No other cash, shares, securities or obligations will be distributed or issued upon conversion of the NAIB Common Stock.

SECOND: The Effective Date of the Merger is the date upon which these Articles of Merger are filed with the Department of State of the State of Florida.

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THIRD: The Plan of Merger was adopted by NAIB and GPS by Unanimous Consent Resolution of their respective boards of directors and shareholders on September 18, 2002.

Signed this 23rd day of September 2002.

NAIB TRADING CORPORATION
a Florida corporation


By:



Marcos Konig
Its President

GLOBAL PARTNERS SECURITIES, INC.
a New York corporation

By:



Marcos Konig
Its President

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