

F06421

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

600002731496--6

CEA EQUITY, INC., a Florida corporation, P97000008414

CEA ASIA-PACIFIC, INC., a Florida corporation, P94000063433

ATLANTIC AMERICAN CAPITAL CORPORATION, a Florida corporation,
F06421

INTO

CEA CAPITAL CORP., a Florida corporation, S29804.

File date: December 30, 1998 , effective January 1, 1999

Corporate Specialist: Velma Shepard