

BIOLOK
INTERNATIONAL INC

BIO-LOK INTERNATIONAL INC
312 S. Military Trail
Deerfield Beach, FL 33442
1-800-789-0830
954-698-9998
Fax 954-698-9925

March 17, 1997

800002150189--6
-04/22/97--01026--003
*****52.50 *****52.50

State of Florida
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

800002119258--0
-03/20/97--01083--016
*****35.00 *****35.00

RE: Doc. # M53500

Attached documents are herewith forwarded along with a check for the Amendment to Articles of Incorporation of Minimatic Implant Technology, Inc.

Effective March 1, 1997, the corporation was merged into its parent Bio-Lok International Inc., a Delaware Corporation (Florida doc. # F93000003694).

If you require any other documents or information, please contact the undersigned.

Sincerely,

Ingo K. Kozak
VP

Attachments

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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INTERNATIONAL INC

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312 S. Military Trail
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April 7, 1997

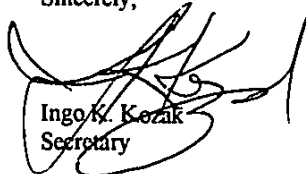
Ms. Karen Gibson
Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: Bio-Lok International Inc.
Ref. #F93000003694

Enclosed are the Articles and Plan of Merger of Minimatic Implant Technology, Inc. a Florida Corporation (Doc. #M53500) into Bio-Lok International Inc. its parent company, along with a check for the balance of the fee due and a copy of the letter received from the State dated March 27, 1997.

If you require any other information or documentation, please contact the undersigned.

Sincerely,


Ingo K. Kozak
Secretary

Attachments



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 27, 1997

INGO K. KOZAK
BIOLOK INTERNATIONAL INC.
312 S. MILITARY TRAIL
DEERFIELD BEACH, FL 33442

SUBJECT: BIOLOK INTERNATIONAL INC.
Ref. Number: F93000003694

We have received your document for BIOLOK INTERNATIONAL INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Articles of Merger for a profit corporation are filed pursuant to section 607.1105, Florida Statutes. Enclosed is a copy of chapter 607, Florida Statutes. Please refer to section 607.1101 through 607.1107, Florida Statutes, which may pertain to the corporations involved in the merger.

The fee to file articles of merger is \$35 per party to the merger. Please add an additional \$52.50 for each certified copy requested.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 597A00015584

per article 607.1104

**ARTICLES and PLAN of
MERGER**

of

Minimatic Implant Technology, Inc., a Florida Corporation (Doc. #M53500)

Pursuant to the provisions of sections 607.1101 through 607.1107 and specifically 607.1104, Florida Statutes, this Florida for profit corporation was merged into:

Bio-Lok International Inc., a Delaware Corporation (Florida Doc. # F93000003694)

The Articles and Plan of Merger of Minimatic into Bio-Lok are as follows:

ARTICLE I

The Board of Directors of both corporations have adopted and approved the plan of merger of the subsidiary (Minimatic Implant Technology, Inc.) into its parent (Bio-Lok International Inc.) effective March 1, 1997. To this extent, the Constituent Corporations hereby agree that the Merging Corporation shall be merged with and into the Surviving Corporation, and the Merging Corporation and the Surviving Corporation shall be a single corporation. The Surviving Corporation shall be the corporation continuing after the merger, and the separate existence of the Merging Corporation shall cease on the Effective Date aforementioned.

ARTICLE II

The merger was effected by the shares of the outstanding capital stock of the Merging Corporation, owned by the Surviving Corporation, being surrendered and canceled on the Effective Date. No additional shares need be issued by the Surviving Corporation to reflect the ownership interest of the stockholder after the effective date. The then outstanding shares of the Surviving Corporation shall be unaffected by the merger and shall continue to constitute all of the outstanding stock in the Surviving Corporation.

ARTICLE III

The surviving corporation is Bio-Lok International Inc., a Delaware Corporation, located at 312 S. Military Trail, Deerfield Beach, Florida 33442 (Florida Doc. # F93000003694).

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV

Pursuant to 607.1104, Merger of subsidiary corporation, Florida Statutes, this merger does not require the approval of the shareholder of the Surviving Corporation or the Merging Corporation. Notwithstanding, the shareholders of both the Surviving Corporation and the Merging Corporation have approved this merger in its annual meeting dated June 25, 1996. The conditions of the statutes of the State of Florida have been complied with as follows:

- (a) All of the outstanding shares of capital stock of the Merging Corporation were owned, and on the March 1, 1997 of this merger will be owned by the Surviving Corporation;
- (b) The Merger does not conflict with or make any changes in the Articles of Incorporation or the By-Laws of the Surviving Corporation;
- (c) Since all the shares of the Merging Corporation were owned by the Surviving Corporation, notice of the merger was not required.

Signed this 1st day of March, 1997.

Minimatic Implant Technology, Inc.
the Merging Corporation

Signature


Bruce L. Hollander
President

Signature



Ingo K. Kozak
Secretary and Treasurer

Bio-Lok International Inc.
the Surviving Corporation

Signature


Bruce L. Hollander
President

Signature


Ingo K. Kozak
Secretary and Treasurer

F93000003694

ARTICLES OF MERGER
Merger Sheet

MERGING:

MINIMATIC IMPLANT TECHNOLOGY, INC., a Florida corporation, #M53500 A
FLORIDA CORPORATION

INTO

BIOLOK INTERNATIONAL INC., a Delaware corporation, F93000003694

File date: April 11, 1997

Corporate Specialist: Karen Gibson