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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. International Systems and  
(Corporation Name) (Document #)
2. Electronics, Corp. merger  
(Corporation Name) (Document #)
3. and Bristol Merger Corp.  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time ☒ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input checked="" type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership P.P.
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

F97000002111

ARTICLES OF MERGER  
Merger Sheet

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MERGING:

INTERNATIONAL SYSTEMS AND ELECTRONICS, CORP., a Florida  
corporation L74312

INTO

BRISTOL MERGER CORPORATION which changed its name to  
INTERNATIONAL SYSTEMS & ELECTRONICS CORP., a Delaware  
corporation, F97000002111

File date: May 9, 1997

Corporate Specialist: Annette Hogan

97 MAY -9 AM 11:39  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

OF

INTERNATIONAL SYSTEMS AND ELECTRONICS, CORP.

A Florida Corporation

AND

BRISTOL MERGER CORPORATION

A Delaware Corporation

To the Department of State  
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the domestic business corporation and the foreign business corporation herein named do hereby submit the following Articles of Merger.

FIRST: Annexed hereto and made a part hereof is the Plan of Merger for merging International Systems and Electronics, Corp. with and into Bristol Merger Corporation.

SECOND: The shareholders entitled to vote on the aforesaid Plan of Merger of International Systems and Electronics, Corp., approved and adopted the Plan of Merger by written consent given by them on April 18, 1997, in accordance with the provisions of Section 607.0704 of the Florida Business Corporation Act.

THIRD: The shareholders entitled to vote on the aforesaid Plan of Merger of Bristol Merger Corporation approved and adopted the Plan of Merger by written consent given by them on February 24, 1997, in accordance with the provisions of Section 141(f) of the Delaware General Corporation Law.

FOURTH: The merger of International Systems and Electronics, Corp. with and into Bristol Merger Corporation is permitted by the laws of the jurisdiction of organization of Bristol Merger Corporation and has been authorized in compliance with said laws. The date of approval and adoption of the Plan of Merger by the shareholders of Bristol Merger Corporation was February 24, 1997.

EXECUTED on this 17 day of April, 1997.

International Systems and  
Electronics, Corp., a  
Florida corporation

By: 

Name: Pedro Penton

Capacity: President

Bristol Merger Corporation,  
a Delaware corporation

By: 

Name: Richard H. Walker

Capacity: President

PLAN OF MERGER adopted on April 18, 1997, by resolution of the Board of Directors of International Systems and Electronics, Corp., a business corporation organized under the laws of the State of Florida on May 21, 1990, and adopted on February 24, 1997, by resolution of the Board of Directors of Bristol Merger Corporation, a business corporation organized under the laws of the State of Delaware. The names of the corporations planning to merge are International Systems and Electronics, Corp., a business corporation organized under the laws of the State of Florida, and Bristol Merger Corporation, a business corporation organized under the laws of the State of Delaware. The name of the surviving corporation into which International Systems and Electronics, Corp. plans to merge is Bristol Merger Corporation.

1. International Systems and Electronics, Corp. and Bristol Merger Corporation, shall, pursuant to the provisions of the Florida Business Corporation Act and the provisions of the laws of the jurisdiction of organization of Bristol Merger Corporation be merged with and into a single corporation, to wit, Bristol Merger Corporation, which shall be the surviving corporation upon the effective date of the merger and which is sometimes hereinafter referred to as the "surviving corporation", and which shall continue to exist as said surviving corporation under Bristol Merger Corporation pursuant to the provisions of the laws of the jurisdiction of its organization. The separate existence of International Systems and Electronics, Corp., which is sometimes hereinafter referred to as the "non-surviving corporation", shall cease at the effective time and date of the merger in accordance with the provisions of the Florida Business Corporation Act.

2. The Certificate of Incorporation of the surviving corporation at the effective time and date of the merger in the jurisdiction of its organization shall be the Certificate of Incorporation of said surviving corporation except that Article I thereof, relating to the name of the corporation is hereby amended and changed so as to read as follows at the effective time and date of the merger:

"The name of the corporation is International Systems & Electronics Corp."

and said Certificate of Incorporation shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the laws of the jurisdiction of organization of the surviving corporation.

3. The bylaws of the surviving corporation at the effective time and date of the merger in the jurisdiction of its organization will be the bylaws of said surviving corporation and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the laws of the jurisdiction of its organization.

4. The directors and officers in office of the surviving corporation at the effective time and date of the merger in the jurisdiction of its organization shall be the members of the first Board of Directors and the first officers of the surviving corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.

5. Each issued share of the non-surviving corporation immediately prior to the effective time and date of the merger shall, at the effective time and date of the merger, be converted into Eleven Thousand Dollars (\$11,000) in cash and Seven Thousand Five Hundred Dollars (\$7,500) worth of non-registered, restricted common stock of Bristol Technology Systems, Inc., a Delaware corporation and the sole shareholder of the surviving corporation. The issued shares of the surviving corporation shall not be converted or exchanged in any manner, but each said share which is issued at the effective time and date of the merger shall continue to represent one issued share of the surviving corporation.

6. The Plan of Merger herein made and approved shall be submitted to the shareholders of the non-surviving corporation for their approval or rejection in the manner prescribed by the provisions of the Florida Business Corporation Act, and the merger of the non-surviving corporation with and into the surviving corporation shall be authorized in the manner prescribed by the laws of the jurisdiction of organization of the surviving corporation.

7. In the event that the Plan of Merger shall have been approved by the shareholders entitled to vote of the non-surviving corporation in the manner prescribed by the provisions of the Florida Business Corporation Act, and in the event that the merger of the non-surviving corporation with and into the surviving corporation shall have been duly authorized in compliance with the laws of the jurisdiction of organization of the surviving corporation, the non-surviving corporation and the surviving corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Florida and the State of Delaware, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

8. The Board of Directors and the proper officers of the non-surviving corporation and the surviving corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE  
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

## SECTION I

1 Bristol Merger Corporation

Delaware

3. 4/22/97

## SECTION II

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? May 9, 1997

5. International Systems & Electronics Corp.

6. If the amendment changes the period of duration, indicate new period of duration.

### New Duration

**7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.**

## New Jurisdiction

Richard H. Wall

April 30, 1997

Richard H. Walker

President

Typed or printed name

**Tide**



*State of Delaware*  
*Office of the Secretary of State*

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "BRISTOL MERGER CORPORATION", FILED A CERTIFICATE OF MERGER, CHANGING ITS NAME TO "INTERNATIONAL SYSTEMS & ELECTRONICS CORP.", THE NINTH DAY OF MAY, A.D. 1997, AT 9 O'CLOCK A.M.



  
Edward J. Freel, Secretary of State

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AUTHENTICATION:

8460855

DATE:

05-12-97