Document Number Only C T CORPORATION SYSTEM Requestor's Name 660 East Jefferson Street 800002891338---06/01/99--01112--007 Address Tallahassee, Florida 32301 *****78.75 *****78.75 Phone Zip State City 904-222-1092 CORPORATION(S) NAME 52 () Profit **Merger** () Amendment () NonProfit () Limited Liability Company () Mark () Dissolution/Withdrawal () Foreign () Other () Annual Report () Limited Partnership () Change of R.A. () Reservation () Reinstatement Fictitious Name) Limited Liability Partnership () CUS/EG/S (S () Photo Copies Certified Copy () After 4:30 () Call if Problem () Cail When Ready Pick Up () Will Wait Walk In () Mail Out Name PLEASE RETURN EXTRE 4/1 Availability, FILE STAMPED Document Examiner CONNIE BRYAN THANK YOU! Updater Verifier Acknowledgment

W.P. Verifier

ARTICLES OF MERGER Merger Sheet

MERGING:

PRECISION ENVIRONMENTAL LABORATORY, INC., a Florida corp. V24465

INTO

SEVERN TRENT LABORATORIES, INC., a Delaware corporation, F98000004349

File date: June 1, 1999

Corporate Specialist: Annette Ramsey

ARTICLES OF MERGER OF

SEVERN TRENT LABORATORIES, INC. and PRECISION ENVIRONMENTAL LABORATORY, INC.

(Pursuant to the Florida 1989 Business Corporation Act)

The undersigned, Rachel Brydon Jannetta, being the President of Severn Trent Laboratories, Inc., does hereby certify:

- 1. Annexed hereto as Exhibit A is the Agreement and Plan of Merger duly adopted and executed by each of Severn Trent Laboratories, Inc. and Precision Environmental Laboratory, Inc., the constituent corporations to the merger.
- 2. The effective date of the merger described herein shall be June 1, 1999.
- 3. Shareholder approval of the merger described herein was not required for Severn Trent Laboratories, Inc. in accordance with the Delaware General Corporation Law.
- 4. The Agreement and Plan of Merger annexed hereto as Exhibit A was adopted by the unanimous written consent of the Board of Directors of Severn Trent Laboratories, Inc. dated June 1, 1999 and by the unanimous written consent of the Board of Directors and the sole shareholder of Precision Environmental Laboratory, Inc. dated June 1, 1999.

Dated:

June /, 1999

SEVERN TRENT LABORATORIES, INC.

Rachel Brydon Jannetta

President

EXHIBIT A AGREEMENT AND PLAN OF MERGER

Agreement and Plan of Merger dated June 1, 1999 between Severn Trent Laboratories, Inc., a Delaware corporation ("STL") and Precision Environmental Laboratory, Inc., a Florida corporation ("Precision").

WHEREAS, Precision is a wholly-owned subsidiary of STL; and

WHEREAS, it is in the best interests of both STL and Precision that Precision be merged with and into STL; and

WHEREAS, the Board of Directors of each of STL and Precision and the sole shareholder of Precision have approved the merger of Precision with and into STL and the adoption and entering into of this Agreement and Plan of Merger;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

- 1. Merger. On June 1, 1999 (the "Effective Date"), Precision shall merge with and into STL, and STL shall be the surviving corporation to such merger (sometimes herein referred to as the "Surviving Corporation"). The parties agree to file or cause to be filed all such certificates and instruments as shall be necessary or desirable to effect the merger of the companies pursuant to the laws of the States of Delaware and Florida.
- 2. Name. The name of the Surviving Corporation shall be Severn Trent Laboratories, Inc.
- 3. <u>Certificate of Incorporation and By-Laws</u>. The Certificate of Incorporation and By-Laws of the Surviving Corporation shall be those of STL.
- 4. <u>Directors and Officers of the Surviving Corporation</u>. The Directors and Officers of the Surviving Corporation shall be the directors and officers of STL.
- 5. Shares. On the Effective Date, each share of common stock of STL shall be deemed to be one share of common stock of the Surviving Corporation, and all shares of capital stock of Precision shall be deemed cancelled.
- 6. Amendment. This Agreement and Plan of Merger may be amended or abandoned

prior to the Effective Date by the affirmative vote of the Boards of Directors of Precision and STL.

Dated:

June <u>1</u>, 1999

Severn Trent Laboratories, Inc.

Precision Environmental Laboratory, Inc.

Rachel Brydon Jannetta

President

Rachel Brydon Jannetta

President