



THE UNITED STATES
CORPORATION
COMPANY

F99000004269

ACCOUNT NO. : 072100000032

REFERENCE : 350020 4321040

AUTHORIZATION :

Patricia Pizub

COST LIMIT : \$ 122.50 87.50

ORDER DATE : August 23, 1999

ORDER TIME : 4:13 PM

ORDER NO. : 350020-005

CUSTOMER NO: 4321040

CUSTOMER: Ms. Janet M. Melancon
Schiff Hardin & Waite
6600 Sears Tower
233 South Wacker Drive
Chicago, IL 60606-6473

Merger &
Name
Change
100002967651--6

ARTICLES OF MERGER

LINDSTROM AIR CONDITIONING,
INC. & LINDSTROM AIR
CONDITIONING SERVICE, INC.

INTO

LAC ACQUISITION CORP.

RECEIVED
93 AUG 23 PM 4:37
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
99 AUG 23 PM 4:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY *****TWO CERTIFIED COPIES PLEASE*****
PLAIN STAMPED COPY

CONTACT PERSON: Jamela Abaied

EXAMINER'S INITIALS:

402250, 00641, 00612

[Handwritten signatures and initials]

ARTICLES OF MERGER
Merger Sheet

MERGING:

LINDSTROM AIR CONDITIONING, INC., a Florida corporation 488354

LINDSTROM AIR CONDITIONING SERVICE, INC., a Fla corporation
P98000046967

INTO

**LAC ACQUISITION CORP. which changed its name to LINDSTROM AIR
CONDITIONING, INC., a Delaware corporation, F99000004269**

File date: August 23, 1999

Corporate Specialist: Annette Ramsey

Account number: 072100000032

Account charged: 87.50



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 24, 1999

CSC
1201 Hays Street
Tallahassee, FL

SUBJECT: LAC ACQUISITION CORP.
Ref. Number: F99000004269

RESUBMIT
Please give original
submission date as file date.

We have received your document for LAC ACQUISITION CORP. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Ramsey
Corporate Specialist

Letter Number: 999A00042424

RECEIVED
99 AUG 26 AM 10:34
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
99 AUG 23 PM 4:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
OF
LINDSTROM AIR CONDITIONING, INC., A FLORIDA CORPORATION
AND
LINDSTROM AIR CONDITIONING SERVICE, INC., A FLORIDA CORPORATION,
WITH AND INTO
LAC ACQUISITION CORP., A DELAWARE CORPORATION

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1105, F.S.

FIRST: The name and jurisdiction of the surviving corporation is:

<u>Name</u>	<u>Jurisdiction</u>
LAC Acquisition Corp.	Delaware

SECOND: The name and jurisdiction of each merging corporation is:

<u>Name</u>	<u>Jurisdiction</u>
Lindstrom Air Conditioning, Inc.	Florida
Lindstrom Air Conditioning Service, Inc.	Florida

THIRD: The Plan of Merger is attached.

FOURTH: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

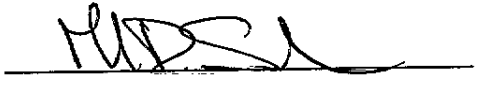
FIFTH: Adoption of Merger by the surviving corporation:

The Plan of Merger was adopted by the shareholders of the Corporation on August 16, 1999.


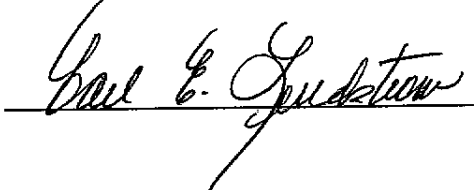
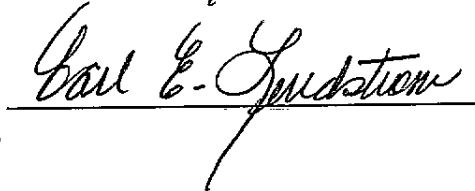
SIXTH: Adoption of Merger by each merging corporation:

The Plan of Merger was adopted by the shareholders of each merging corporation on August 16, 1999.

SEVENTH: Signatures for each corporation:

<u>Name of Corporation</u>	<u>Signature</u>	<u>Name and Title</u>
LAC Acquisition Corp.		Mark D. Snider Vice President
Lindstrom Air Conditioning, Inc.	_____	Carl E. Lindstrom President
Lindstrom Air Conditioning Service, Inc.	_____	Carl E. Lindstrom President

SEVENTH: Signatures for each corporation:

<u>Name of Corporation</u>	<u>Signature</u>	<u>Name and Title</u>
LAC Acquisition Corp.		Mark D. Snider Vice President
Lindstrom Air Conditioning, Inc.		Carl E. Lindstrom President
Lindstrom Air Conditioning Service, Inc.		Carl E. Lindstrom President

PLAN OF MERGER

The following plan of merger is submitted in compliance with Section 607.1101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

FIRST: The name and jurisdiction of the surviving corporation is:

<u>Name</u>	<u>Jurisdiction</u>
LAC Acquisition Corp.	Delaware

SECOND: The name and jurisdiction of each merging corporation is:

<u>Name</u>	<u>Jurisdiction</u>
Lindstrom Air Conditioning, Inc.	Florida
Lindstrom Air Conditioning Service, Inc.	Florida

THIRD: The terms and conditions of the merger are as follows:

Each merging corporation, to wit, Lindstrom Air Conditioning, Inc. and Lindstrom Air Conditioning Service, Inc., shall, pursuant to the provisions of the Florida Business Corporation Act and of the laws of the State of Delaware, be merged with and into the surviving corporation, to wit, LAC Acquisition Corp., which shall be the surviving corporation upon the effective date of the merger and which is sometimes hereinafter referred to as the "surviving corporation". The surviving corporation shall be governed by the laws of the State of Delaware, which is the jurisdiction of its organization. The separate existence of each of the merging corporations shall cease upon the effective date of the merger in accordance with the provisions of the Florida Business Corporation Act.

FOURTH: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

(a) Each issued and outstanding share of Lindstrom Air Conditioning, Inc. shall be converted into the right to receive (i) 1,106.191575 shares of Series A Preferred Stock, par value \$.0001 per share, of Blue Dot Services Inc.,

a Delaware corporation ("Blue Dot"), and (ii) \$1,352.011925 in cash, without interest, with any fractional shares for any holder be paid in cash;

(b) Each issued and outstanding share of Lindstrom Air Conditioning Service, Inc. shall be converted into the right to receive (i) 3,847.5 shares of Series A Preferred Stock, par value \$.0001 per share, of Blue Dot, and (ii) \$4,702.50 in cash, without interest, with any fractional shares for any holder be paid in cash;

(c) All shares of each merging corporation which are held by such merging corporation as treasury stock shall be canceled and retired and no cash or other consideration shall be paid therefor; and

(d) The issued shares of the surviving corporation shall not be converted in any manner, but each said share which is issued as of the effective date of the merger shall continue unchanged and remain outstanding and continue to represent one issued share of the surviving corporation.

FIFTH: The certificate of incorporation of the surviving corporation as in force and effect upon the effective date of the merger in the jurisdiction of its organization shall be the certificate of incorporation of said surviving corporation, except that article FIRST thereof, relating to the name of the corporation is being amended and changed so as to read as follows upon the effective date of the merger:

"FIRST. The name of the corporation is Lindstrom Air Conditioning, Inc."

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "LAC ACQUISITION CORP.", FILED A CERTIFICATE OF MERGER, CHANGING ITS NAME TO "LINDSTROM AIR CONDITIONING, INC.", THE TWENTY-THIRD DAY OF AUGUST, A.D. 1999, AT 9 O'CLOCK A.M.

3077491 8320

991355860

9939596

08-25-99



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: