

F 99000005844

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H00000041091 0)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850) 922-4000

From:

Account Name : GREENBERG TRAUIG (WEST PALM BEACH)  
Account Number : 075201001473  
Phone : (561) 650-7900  
Fax Number : (561) 655-6222

FILED  
00 AUG -4 PM 4:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

37952 10200

**MERGER OR SHARE EXCHANGE**

**REVELE TECHNOLOGIES, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

*Merger*

8/7/00

DC

RECEIVED  
00 AUG -4 PM 12:40  
DIVISION OF CORPORATIONS

ARTICLES OF MERGER  
Merger Sheet

-----  
MERGING:

FOUR STAR WORLDWIDE SERVICES, INC., a Florida corporation,  
P96000033935

INTO

**REVELE TECHNOLOGIES, INC.**, a Delaware entity, F99000005844

File date: August 4, 2000

Corporate Specialist: Darlene Connell

H00000041091 0

**ARTICLES OF MERGER**  
of  
**FOUR STAR WORLDWIDE SERVICES, INC.**  
(a Florida corporation)  
with and into  
**REVELE TECHNOLOGIES, INC.**  
(a Delaware corporation)

FILED  
00 AUG -4 PM 4:44  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to 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.

1. The Agreement and Plan of Merger (the "Agreement and Plan"), providing for the merger (the "Merger") of Four Star Worldwide Services, Inc., a Florida corporation, with and into RevelE Technologies, Inc., a Delaware corporation, is attached hereto as Exhibit "A" and made a part hereof by reference.

2. The stockholders of Four Star Worldwide Services, Inc., a Florida corporation, entitled to vote on the aforesaid Agreement and Plan approved and adopted the Agreement and Plan by unanimous written consent executed in lieu of a special meeting on August 4<sup>th</sup> 2000.

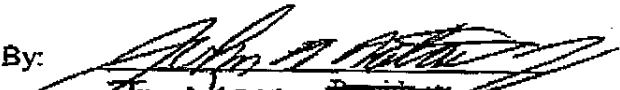
3. The Merger of Four Star Worldwide Services, Inc., a Florida corporation, with and into RevelE Technologies, Inc., a Delaware corporation, is permitted by the General Corporation Law of the State of Delaware, and has been authorized in compliance with said laws. The date of approval and adoption of the Agreement and Plan was August 4<sup>th</sup> 2000 by the Stockholders and Directors of RevelE Technologies, Inc.

4. The Merger shall become effective as of the date of filing these Articles of Merger with the Florida Department of State and the filing of a corresponding Certificate of Merger with the Secretary of State of Delaware.

IN WITNESS WHEREOF, these Articles of Merger have been executed by a duly authorized officer of each of Four Star Worldwide Services, Inc., a Florida corporation, and RevelE Technologies, Inc., a Delaware corporation, on this 4<sup>th</sup> day of August, 2000.

**FOUR STAR WORLDWIDE SERVICES, INC.,**  
a Florida corporation

By:

  
John Nance, President  
Secretary

**REVELE TECHNOLOGIES, INC.,** a  
Delaware corporation

By:

  
Michael D. Lassner, President

H00000041091 0

**EXHIBIT "A"**  
**AGREEMENT AND PLAN OF MERGER**  
by and between  
**FOUR STAR WORLDWIDE SERVICES, INC.**  
(a Florida corporation)  
and  
**REVELE TECHNOLOGIES, INC.**  
(a Delaware corporation)

THIS AGREEMENT AND PLAN OF MERGER is made and entered into as of the 4th day of August, 2000 by and between Four Star Worldwide Services, Inc., a business corporation organized under the laws of the State of Florida, and RevelE Technologies, Inc., a corporation organized under the laws of the State of Delaware. The Agreement and Plan was adopted on August 4th, 2000 by resolution of the Board of Directors and Stockholders of Four Star Worldwide Services, Inc., a Florida corporation, and adopted on August 4th, 2000 by resolution of the Board of Directors of RevelE Technologies, Inc., a Delaware corporation. The names of the corporations planning to merge are Four Star Worldwide Services, Inc., a Florida corporation, and RevelE Technologies, Inc., a Delaware corporation. The name of the surviving corporation into which Four Star Worldwide Services, Inc., a Florida corporation, plans to merge is RevelE Technologies, Inc., a Delaware corporation.

1. Four Star Worldwide Services, Inc., a Florida corporation, and RevelE Technologies, Inc., a Delaware corporation, shall, pursuant to the provisions of the Business Corporation Act of the State of Florida and the provisions of the General Corporation Law of the State of Delaware, be merged with and into a single corporation, to wit, RevelE Technologies, Inc., a Delaware corporation, which shall be the surviving corporation upon the effective time and date of the merger and which is sometimes hereinafter referred to as the "surviving corporation", and which shall continue to exist as surviving corporation under the name RevelE Technologies, Inc. pursuant to the provisions of the General Corporation Law of the State of Delaware. The separate existence of Four Star Worldwide Services, Inc., a Florida corporation, 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 Business Corporation Act of the State of Florida.

2. The Certificate of Incorporation of the surviving corporation on the effective date of the merger in the State of Delaware shall be the Certificate of Incorporation of said surviving corporation 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 General Corporation Law of the State of Delaware.

3. The Bylaws of the surviving corporation on the effective date of the merger in the State of Delaware shall 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 General Corporation Law of the State of Delaware.

H00000041091 0

4. The directors and officers in office of the surviving corporation at the effective time and date of the merger in the State of Delaware shall be:

Officers:

President: Michael D. Lassner  
Secretary: Wayne T. Crowder

Directors:

Michael D. Lassner  
John N. Natale, Jr.  
James A. Brown

each 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 shall, on the effective date of the merger, be converted into ten (10) shares 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 Agreement and Plan of Merger has been submitted to the shareholders of the non-surviving corporation for their approval on August 4th, 2000 in the manner prescribed by the provisions of the Business Corporation Act of the State of Florida, and the merger of the non-surviving corporation with and into the surviving corporation has been authorized in the manner prescribed by the General Corporation Law of the State of Delaware.

7. 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 of 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 and Agreement of Merger or of the merger herein provided for.

9. The merger shall become effective on the date on which the Articles of Merger have been filed with the Department of State of the State of Florida and the Certificate of Merger has been filed with the Secretary of State of the State of Delaware.

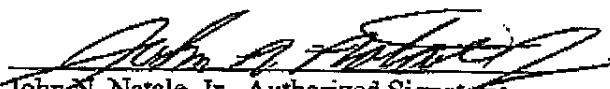
H00000041091 0

H00000041091 0

IN WITNESS WHEREOF, this Plan and Agreement of Merger is hereby executed upon behalf of the non-surviving corporation and the surviving corporation.

**FOUR STAR WORLDWIDE SERVICES, INC.,**  
a Florida corporation

By:

  
John N. Natale, Jr., Authorized Signatory

**REVELE TECHNOLOGIES, INC.**  
a Delaware corporation

By:

  
Michael D. Lassner, President

WPB/CROWDERW/262514/5mk2011.DOC/8/03/00/37952 010000

H00000041091 0