

H 14611

CT CORPORATION SYSTEM

FILED

01 DEC 21 PM 4:11

CORPORATION(S) NAME

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Laundry Textile Co.

merged into: Tingué Brown & Co.

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input checked="" type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

DIVISION OF CORPORATION

01 DEC 21 PM 4:09

RECEIVED

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

12/21/01

Merger
12-21-01
RHS

EFFECTIVE DATE
12-31-01

Order#: 4997698

Ref#: _____

6000004736246--6

-12/21/01--01014--032

Amount: \$ *****78.75 *****78.75

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

ARTICLES OF MERGER
Merger Sheet

MERGING:

THE LAUNDRY TEXTILE CO., a Florida corporation, H14611

INTO

TINGUE BROWN & CO.. a New York entity not qualified in Florida

File date: December 21, 2001, effective December 31, 2001

Corporate Specialist: Doug Spitler

ARTICLES OF MERGER

OF

THE LAUNDRY TEXTILE CO.,
A FLORIDA CORPORATION,

WITH AND INTO

TINGUE BROWN & CO.,
A NEW YORK CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To the Department of State
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, The Laundry Textile Co., the Florida wholly-owned subsidiary business corporation, and Tingue Brown & Co., the New York parent business corporation, do hereby adopt the following Articles of Merger:

FIRST: The Plan of Merger for merging The Laundry Textile Co. into Tingue Brown & Co. is attached hereto as Exhibit A and made a part hereof as if fully set forth herein.

SECOND: The Plan of Merger was adopted by the Unanimous Written Consent of the Board of Directors of The Laundry Textile Co. dated November 14, 2001, and was adopted by the Unanimous Written Consent of the Board of Directors of Tingue Brown & Co. dated November 14, 2001.

THIRD: The merger of The Laundry Textile Co. with and into Tingue Brown & Co. is permitted by the laws of the State of New York and has been authorized in compliance with said laws.

FOURTH: Shareholder approval was not required for the merger.

FIFTH: The effective time and date of the merger herein provided for in the State of Florida shall be as of the close of business on December 31, 2001.

IN WITNESS WHEREOF, the undersigned corporations have executed these Articles of Merger this 17th day of December, 2001.

EFFECTIVE DATE
12-31-01

THE LAUNDRY TEXTILE CO.

By: Ronald C. Midili
Ronald C. Midili, Vice President

TINGUE BROWN & CO.

By: William J. Tingue
William J. Tingue, President

Exhibit A

PLAN OF MERGER

OF

THE LAUNDRY TEXTILE CO.,
A FLORIDA CORPORATION,

WITH AND INTO

TINGUE BROWN & CO.,
A NEW YORK CORPORATION

1. Tingue Brown & Co., which is a business corporation incorporated under the laws of the State of New York and is the owner of all of the outstanding shares of The Laundry Textile Co., which is a business corporation incorporated under the laws of the State of Florida, hereby merges The Laundry Textile Co. into Tingue Brown & Co., pursuant to the provisions of the Business Corporation Law of the State of New York and pursuant to the provisions of the Florida Business Corporation Act.

2. The number of outstanding shares of The Laundry Textile Co. is ten (10) shares of common stock, no par value, all of which are owned by Tingue Brown & Co.

3. The separate existence of The Laundry Textile Co. shall cease upon the effective time and date of the merger pursuant to the provisions of the Florida Business Corporation Act; and Tingue Brown & Co. shall continue its existence as the surviving corporation pursuant to the provisions of the Business Corporation Law of the State of New York.

4. The issued shares of The Laundry Textile Co. shall not be converted in any manner, but each said share which is issued as of the effective date of the merger shall be surrendered and extinguished.

5. The proper officers of The Laundry Textile Co. and of Tingue Brown & Co., 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.

6. The effective time and date of the merger herein provided shall be as of the close of business on December 31, 2001.