560068

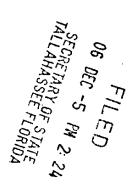
(Requestor's Name)
,
(Address)
(Address)
(City/State/Zip/Phone #)
PICK-UP WAIT MAIL
(Business Entity Name)
/Danisa and Nissa kan
(Document Number)
Certified Copies Certificates of Status
Special Instructions to Filing Officer:





400082005094

12/05/06--01004--023 **43.75



Lar 8

LAW OFFICES

IRWIN M. FROST, P.A.

MELLON FINANCIAL CENTER
HIH BRICKELL AVENUE
SUITE 2050
MIAMI, FLORIDA 33131

IRWIN M. FROST BOARD CERTIFIED TAX ATTORNEY

November 29, 2006

writer's direct dial: TELEPHONE (305) 374-3001 FACSIMILE (305) 374-3075 E-mail: frostlawr@aol.com

Secretary of State
Corporate Records Bureau
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: <u>Articles of Merger of Peregrine Aeronautical, Inc.</u>

into Atlas Aerospace Accessories, Inc.

Gentlemen:

Enclosed please find the Articles of Merger for Aztec Bravo, Inc. along with our check in the amount of \$43.75 for the following costs:

Filing Fees	\$ 35.00
Certified Copy of	
the Articles	<u>8.75</u>
Total:	\$ 43.75

Please return a certified copy of the Articles of Merger in the enclosed self addressed stamped envelope.

Very truly yours,

IRWIN M. FROST, P.A.

Rosle Zamora, Legal Assistant

Committee, services

/rz

Encls.

ARTICLES OF MERGER OF PEREGRINE AERONAUTICAL, INC. a Florida corporation INTO ATLAS AEROSPACE ACCESSORIES, INC. a Florida corporation



ARTICLE I

PARTIES. PEREGRINE AERONAUTICAL, INC., a Florida corporation, (the "Disappearing Corporation") and ATLAS AEROSPACE ACCESSORIES, INC. a Florida Corporation (the "Surviving Corporation") are the parties to an Agreement of Merger whereby The Disappearing Corporation will merge into The Surviving Corporation and the shareholders of The Disappearing Corporation will receive shares of the Surviving Corporation.

ARTICLE I

ADOPTION.	A.	The Agreement of Merger was adopted by all directors of the
Surviving Corporation on		
Surviving Corporation on _	/(_	/2ª /200b
/	B.	The Agreement of Merger was adopted by all directors on
11/28	, 2006	of the Disappearing Corporation and by all of the shareholders of
the Disappearing Corporation	on on _	11 /28 , 2006.

ARTICLE II

EFFECTIVE DATE. The merger will become effective on January 1, 2007.

ARTICLE III

PLAN OF MERGER. The Plan of Merger provides for an exchange of shares in the corporations party to the merger effected in the following manner: All of the shares of the Disappearing Corporation will be surrendered to the Surviving Corporation and all shares so acquired shall be extinguished by virtue of the merger. Thereupon, there shall be issued to the shareholders of the Disappearing Corporation shares of the Surviving Corporation, one share of the Surviving Corporation's Common. The Plan of Merger is attached as Exhibit "A" hereto.

ARTICLE IV

	ARTICLETY
The Articles of Incorporation o	f the Surviving Corporation shall be unchanged.
DATED: this 2f day of	Nov. , 2006.
Attest:	PEREGRINE AERONAUTICAL, INC. a Florida corporation
By: Michael D Cachers	By:
Attest:	ATLAS AEROSPACE ACCESSORIES, INC. a Florida corporation
By:	By: Non Blend

STATE OF FLORIDA)		
COUNTY OF DADE)SS:		
The foregoing instrument was acknowledged before me this day of, 2006, by		
	JOSE GUZMAN MY COMMISSION # DD519645 EXPIRES: Feb. 16, 2010 (407) 398-0153 Florida Notary Service.com	
	Notary Public, State of Florida at Large	
	My Commission Expires: 2/16/10	
STATE OF FLORIDA))SS:		
COUNT OF DADE)		
The foregoing instrument was acknowledge 2006, by AEROSPACE ACCESSORIES, INC., a Florida	day of, as President and Secretary of ATLAS corporation, on behalf of the Corporation. JOSE GUZMAN MY COMMISSION # DD519645 EXPIRES: Feb. 16, 2010 (407) 398-0183 Florida Notary Service.com Notary Public. State of Florida at Large	

My Commission Expires: 2/16/16

1ccc481a.79b

EXHIBIT "A"

PLAN OF MERGER

This Plan of Merger between PEREGRINE AERONAUTICAL, INC., a Florida

Corporation, (the "Disappearing Corporation") and ATLAS AEROSPACE ACCESSORIES,

INC., a Florida corporation, (the "Surviving Corporation") and collectively said corporations
hereinafter referred to as the "Constituent Corporations."

.0.0	101101 10	condition to the wife conditional conjugate to the wife condition
	1.	Plan to Merge.
	 -	_The Disappearing Corporation shall be merged into the Surviving Corporation.
	2.	Name of Merged Corporation.
		_The name of the Surviving Corporation shall be ATLAS AEROSPACE
ACCI	ESSORI	ES, INC.
	3.	Place of Office of Surviving Corporation.
		_The place in Florida where the principal office of the Surviving Corporation is to
e loc	ated is	7820 N.W. 56 th Street, Miami, FL 33166.
	4.	Purposes of Surviving Corporation.
		_The purposes of the Surviving Corporation are to engage in any lawful act or
activi	ty for w	hich corporations may be formed in accordance with the Florida Business
Corpo	oration A	Act.
	5.	Authorized Shares of Surviving Corporation.
		The present number of shares which the Disappearing Corporation is authorized
o issi	ie is 100	shares of \$1.00 par value Common Stock, of which 75 shares are now issued. The
oresei	nt numb	er of shares which the Surviving Corporation is authorized to issue is 1,000 shares

of \$1.00 par value Common Stock of which 715.75 shares are now issued and outstanding. The total number of shares of capital stock which Surviving Corporation is authorized to issue from and after the effective date of the merger is 1,000 shares of Common Stock of \$1.00 par value.

The authorized shares of Common Stock of the Surviving Corporation shall have the same rights and privileges as the common stock of the Disappearing Corporation.

6. <u>Directors and Officers.</u>

The present directors and officers of the Surviving Corporation shall continue as such until their successors are duly elected or designated after the effective date of the merger.

7. Name and Address of Agent of Corporation.

Ross Bleustein, 7820 N.W. 56th Street, Miami, FL 33166, shall be, and is hereby, appointed as the person on whom process, tax notices, and demands against said Surviving Corporation, or either of the said Constituent Corporations, may be served.

8. Plan of Merger.

_____The plan of carrying said merger into effect, and the manner and basis of converting the shares of the Disappearing Corporation into shares of the Surviving Corporation shall be as follows:

Each shareholder of the Disappearing Corporation shall surrender his certificate or certificates to the Surviving Corporation or to its transfer agent, on the date of filing of Articles of Merger which shall be the "Effective Date" or thereafter. Upon surrender to the Surviving Corporation of the respective certificates for outstanding shares of the Disappearing Corporation, there shall be issued to the respective holders thereof, in substitution therefor, certificates for fully paid and nonassessable shares of the Surviving Corporation in the ratio of

one common share of the Surviving Corporation for each five common shares of the .
Disappearing Corporation.

9. <u>Corp</u> e	Reporting of Assets at Book Value in Accounts of Surviving oration; Pooling of Interest.	
	The assets of the Disappearing Corporation shall be reported in the accounts of	
the Surviving	Corporation at their book value as of the effective date. The aggregate stated	
capital, capita	al surplus, and earned surplus of the Constituent Corporations shall be, respectively,	
the stated cap	oital, capital surplus, and earned surplus of the Surviving Corporation.	
10.	Articles of Incorporation.	
	_The Articles of Incorporation of the Surviving Corporation shall remain the	
Articles of In	corporation of the Surviving Corporation, until amended as provided by law.	
11.	Bylaws.	
	_The Bylaws of the Surviving Corporation shall require become the Bylaws of the	
Surviving Co	prporation.	
12.	Effective Date of Merger.	
····	_This Plan of Merger shall become effective on January 1, 2007.	
13.	Directors' Right to Abandon Merger.	
	The Board of Directors of each of the Constituent Corporations shall have the	
power in its o	discretion to abandon the merger provided for herein prior to the filing of the	
Articles of M	lerger.	
1ccc481a,77a	Jag Rund	
($\frac{1}{2}$	

Michael Frekris