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NAME: LARGEN & HASSEAL, INC.

AUDIT NUMBER.....H97000000000

DOC TYPE.....MERGER OR SHARE EXCHANGE

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ARTICLES OF MERGER
Merger Sheet

MERGING: -----

MORRFAB INDUSTRIES, INC., a Florida corporation, P93000078524

INTO

LARSEN & HASSAL, INC. which changed its name to

AERO COOLING SYSTEMS, INC., a Florida corporation, K96794.

File date: January 6, 1997

Corporate Specialist: Steven Harris

January 2, 1997

LARSEN & HASSAL, INC.
5441 NW 159 STREET
MIAMI, FL 33014US

SUBJECT: LARSEN & HASSAL, INC.
REF: K96794

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Steven Harris
Corporate Specialist

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ARTICLES OF MERGER

Pursuant to Florida Statutes, Chapter 607, the undersigned Corporations do hereby adopt the following Articles of Merger for purposes of merging. Morrifab Industries, Inc., a Florida Corporation into Larsen & Hassal, Inc., a Florida Corporation, as the Surviving Corporation.

1. **Parties to Merger.** The undersigned Corporations being validly and legally formed under the Laws of the State of Florida have adopted these Articles of Merger and Plan of Merger of even date herewith. All of the shareholders and directors of both Corporations have unanimously approved the Articles of Merger and Plan of Merger on December 30, 1996.

2. **Surviving Corporation.** The name of the Surviving Corporation is Larsen & Hassal, Inc.

3. **Merger.** Morrifab Industries, Inc. shall be merged into Larsen & Hassal, Inc. as of the Effective Date of these Articles.

4. **Effect of Merger.** On the Effective Date of the Merger, the separate existence of Morrifab Industries, Inc. shall cease and all of its property, rights, privileges and franchises, of whatsoever nature and description shall be transferred to, vested in and devolve upon the Surviving Corporation, subject to the liabilities and obligations of Morrifab Industries, Inc. which liabilities and obligations the Surviving Corporation shall assume without further act or deed. Confirmatory deeds, assignments or other like instruments when deemed desirable by the Surviving Corporation to evidence such transfer, vesting, or devolution of any property, right, privilege or franchise, shall at any time, or from time to time, be made and delivered in the name of Morrifab Industries, Inc. by the last acting officers thereof, or by the corresponding officers of the Surviving Corporation.

5. **Exchange of Stock.** On the Effective Date of the Merger, the 6,000 issued and outstanding shares of the common stock of Larsen & Hassal, Inc. which represents the total number of the authorized shares of common stock of Larsen & Hassal, Inc. prior to the Merger, shall be canceled. The shareholders of Morrifab Industries, Inc. shall immediately thereafter exchange their shares of Morrifab Industries Inc. common stock for shares of Larsen & Hassal, Inc. common stock, on a one for one basis.

PREPARED BY: PAUL SALVER, ESQ.
5881 N.W. 151 Street Suite 101
Miami Lakes, Fl. 33014
305-823-3363
BAR NO. 313173

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6. **Attributes of Surviving Corporation.**

a. The Articles of Incorporation of Larsen & Hassal, Inc. as in effect on the Effective Date of the Merger, shall continue in full force and effect as the Articles of Incorporation of the Surviving Corporation and shall be amended by this Merger in the following respect:

Article I of the Articles of Incorporation of Larsen & Hassal, Inc., entitled "Corporate Name" shall be amended as follows: The new name of the Surviving Corporation shall be AERO COOLING SYSTEMS, INC.

b. In all other respects the Articles of Incorporation of Larsen & Hassal, Inc. shall continue in full force and effect.

7. **Articles of Merger.** These Articles of Merger have been executed by the Presidents of MorrFab Industries, Inc. and Larsen & Hassal, Inc. respectively in accordance with the provisions of Florida Law and shall be filed with the Florida Department of State.

8. **Effective Date.** The Effective Date of the Merger is December 31, 1996.

Executed this 30th day of December, 1996.

MORRFAH INDUSTRIES, INC.

LARSEN & HASSAL, INC.


By: Paul D. Morissette, President


By: Paul D. Morissette, President

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