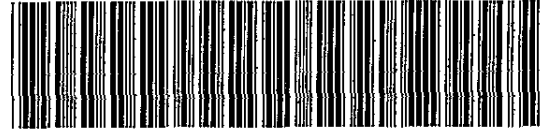


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FLORIDA DEPT OF STATE
TALLAHASSEE, FLORIDA



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05/02/03--01026--001 **95.00

(Requestor's Name)



Ms. Diann Steele
719 SE Tuscahill Ave
Ocala, FL 34471-3715



(Address)

(City/State/Zip/Phone #)



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ARTICLES OF MERGER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following articles of merger are being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.203, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

Name and Street Address

Jurisdiction

Entity Type

1. UTEX LLC

Florida

LLC

719 SE Tusculwila Ave.
Ocala, FL. 34471

Florida Document/Registration Number: 20100000 5448

FEI Number: 03-0413830

2. WHY TOK INC

Florida

C CORP.

4901 E. Silver Springs Blvd.
Ocala, FL. 34476

Florida Document/Registration Number: P00000011200

FEI Number: 58-2624414

3. SISCO INSTITUTIONAL - INDUSTRIAL
SALES INC

Florida

C CORP.

3892 NE 40th Pl. Suite L
Ocala, FL. 34479

Florida Document/Registration Number: 606518

FEI Number: 59-2241517

4. _____

Florida Document/Registration Number: _____

FEI Number: _____

(Attach additional sheet(s) if necessary)

PLAN OF MERGER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

FIRST: The exact name and jurisdiction of each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
UTEX LLC	FLORIDA
WHYTOK INC.	FLORIDA
SISCO INSTITUTIONAL-INDUSTRIAL SALES INC.	FLORIDA

SECOND: The exact name and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
UTEX LLC	FLORIDA

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

Parties agree that their own liability remain personally
Secondly, the parties agree that prior inventory contained
in merger and expenses there of to store and dispose of
and profits there of that expenses are to be paid first
obligates all assets. As of August 1st, majority stock
holder's agree to release 1/2 of note & mortgage payable
to Sisco Institutional-Industrial Sales Inc. for prior sale of
building to ALTON L. STEELE for stock owned prior to
merger & after merger and releases him of all future
liabilities.

(Attach additional sheet(s) if necessary)

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SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
<u>UTEX LLC</u> <u>719 SE Tuscanville Ave</u> <u>Ocala FL 34471</u>	<u>Florida</u>	<u>LLC</u>

Florida Document/Registration Number: LD1000005448 FEI Number: 03-0413830

THIRD: The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

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FOURTH:

- A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

A 3 to 1 conversion reduction.

Robert M. Olson	46.67%
Diann S. Steele	44.0%
Donald Wehrman	3.33%
Beatrice Shelick	3.33%
Alton L. Steele	2.67%

- B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

(Attach additional sheet(s) if necessary)

FIFTH: If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the general partner(s) are as follows:

Name(s) and Address(es) of General Partner(s)

If General Partner is a Non-Individual,

Florida Document/Registration Number

N/A

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SIXTH: If a limited liability company is the surviving entity the name(s) and address(es) of the manager(s) managing members are as follows:

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Robert M. OLSON
719 SE Tuscowilla Ave.
Ocala, FL 34471

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SEVENTH: All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows:

N/A

EIGHTH: Other provisions, if any, relating to the merger:

(Attach additional sheet(s) if necessary)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NINTH: The merger shall become effective as of:

The date the Articles of Merger are filed with Florida Department of State

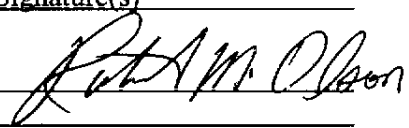
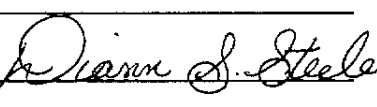
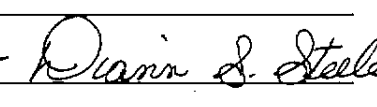
OR

(Enter specific date. NOTE: Date cannot be prior to the date of filing.)

TENTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

ELEVENTH: SIGNATURE(S) FOR EACH PARTY:

(Note: Please see instructions for required signatures.)

<u>Name of Entity</u>	<u>Signature(s)</u>	<u>Typed or Printed Name of Individual</u>
<u>UTEX LLC</u>	<u></u>	<u>Robert M. OLSON,</u> <u>MANAGER</u>
<u>WHYTOK INC</u>	<u></u>	<u>DIANN S. Steele,</u> <u>PRESIDENT</u>
<u>SISCO INSTITUTIONAL- INDUSTRIAL SALES INC</u>	<u></u>	<u>DIANN S. Steele,</u> <u>PRESIDENT</u>
_____	_____	_____
_____	_____	_____
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(Attach additional sheet(s) if necessary)