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MERGER OR SHARE EXCHANGE

TRUCK ACQUISITION FUNDING, LLC

Certificate of Status	0
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**ARTICLES OF MERGER OF TRUCK ACQUISITION FUNDING, LLC,
a Florida limited liability company,**

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WITH AND INTO

TRUCK ACQUISITION FUNDING, LLC, an Oklahoma limited liability company

Pursuant to the provisions of Section 608.438 of the Florida Statutes, the undersigned entities hereby adopt the following Articles of Merger:

ARTICLE I - PLAN OF MERGER

The Plan of Merger of Truck Acquisition Funding, LLC, a Florida limited liability company ("Florida Truck Acquisition Funding"), with and into Truck Acquisition Funding, LLC, an Oklahoma limited liability company ("Oklahoma Truck Acquisition Funding"), is set forth below:

1. Florida Truck Acquisition Funding shall merge with and into Oklahoma Truck Acquisition Funding with Oklahoma Truck Acquisition Funding being the surviving entity.

2. Upon the consummation of the merger of Florida Truck Acquisition Funding with and into Oklahoma Truck Acquisition Funding, the separate existence of Florida Truck Acquisition Funding shall cease. Oklahoma Truck Acquisition Funding, as the surviving limited liability company, shall continue to exist by virtue of the laws of the State of Oklahoma. The title to all property of every description, whether real or personal, and all interests, rights, privileges, powers and franchises of Oklahoma Truck Acquisition Funding shall not be affected by the merger and upon the merger, Oklahoma Truck Acquisition Funding, without further act or deed and without reversion or impairment, shall own and possess all the property of every description, real or personal, and all interests, rights, privileges, powers and franchises of Florida Truck Acquisition Funding. All rights of creditors and any person or persons dealing with Florida Truck Acquisition Funding, shall be preserved and remain unimpaired by the merger, all liens upon the properties of Florida Truck Acquisition Funding shall be preserved and remain unimpaired by the merger, and all debts, liabilities, obligations and duties of Florida Truck Acquisition Funding shall henceforth attach to Oklahoma Truck Acquisition Funding and may be enforced against Oklahoma Truck Acquisition Funding to the same extent as if such obligations and duties had been incurred by Oklahoma Truck Acquisition Funding. Additionally, any existing claim or action or proceeding pending by or against Florida Truck Acquisition Funding or Oklahoma Truck Acquisition Funding may be continued as if the merger did not occur, or Oklahoma Truck Acquisition Funding may be substituted in such proceedings for Florida Truck Acquisition Funding.

3. The manner and basis of converting interests of Florida Truck Acquisition Funding into Oklahoma Truck Acquisition Funding are as follows:

a. At the effective date of the merger, all ownership and economic interests of Oklahoma Truck Acquisition Funding issued and outstanding immediately prior to the merger shall be cancelled.

b. At the effective date of the merger, all ownership and economic interests of Florida Truck Acquisition Funding issued and outstanding immediately prior to

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the merger shall be converted into one hundred percent (100%) of the outstanding ownership and economic interests of the surviving entity.

4. The sole Manager of Oklahoma Truck Acquisition Funding, Randy Lance, shall be the sole Manager of the surviving entity. The business address for Randy Lance is 3700 34th Street, Orlando, Florida 32805.

5. The Articles of Organization and the Operating Agreement of Oklahoma Truck Acquisition Funding in effect immediately prior to the effective date of the Merger shall be the Articles of Organization and the Operating Agreement of the surviving entity.

ARTICLE II - ADOPTION OF PLAN OF MERGER

The Plan of Merger was approved by Florida Truck Acquisition Funding in accordance with Section 608.4381, Florida Statutes, and by Oklahoma Truck Acquisition Funding in accordance with Oklahoma Statute Title 18, both by unanimous written consent. The Members of Florida Truck Acquisition Funding have waived their rights to receive prior written notice of the Plan of Merger by written consent dated as of the 24th day of November, 2003.

ARTICLE III - EFFECTIVE DATE

The effective date of the merger shall be November 24, 2003.

ARTICLE IV - APPOINTMENT OF SECRETARY OF STATE

1. The principal business address of the surviving entity is 3700 34th Street, Orlando, Florida 32805. The surviving entity's state of organization is Oklahoma.

2. The surviving entity, Oklahoma Truck Acquisition Funding, has appointed the Secretary of State of the State of Florida as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting members of each limited liability company that is a party to the merger.

3. The surviving entity has agreed to promptly pay to the dissenting members the amount, if any, for which such dissenting members are entitled under Section 608.4384, Florida Statutes.

DATED: this 21st day of November, 2003.

TRUCK ACQUISITION FUNDING, LLC,
a Florida limited liability company

By: [Signature]
Printed Name: Clarence
Title: Manager

TRUCK ACQUISITION FUNDING,
an Oklahoma limited liability company

By: [Signature]
Printed Name: Clarence
Title: Manager

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