

LO2000004061



ACCOUNT NO. : 072100000032

REFERENCE : 503786 7270666

AUTHORIZATION : *Patricia Pigute*

COST LIMIT : \$ 60.00

ORDER DATE : March 29, 2002

ORDER TIME : 2:54 PM

ORDER NO. : 503786-005

CUSTOMER NO: 7270666

CUSTOMER: Cindy Tassi, Legal Asst
Beusse, Brownlee, Bowdoin &
Suite 2500
390 North Orange Avenue
Orlando, FL 32801

RECEIVED
02 MAR 29 PM 3:20
DEPARTMENT OF STATE
DIVISION OF CORPORATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

500005178985-1-2

LASERDYNE LABS, INC.

INTO

LASERDYNE LABS, LLC

Name	
Availability	
Document	
Examiner	PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
Updater	<input type="checkbox"/> CERTIFIED COPY
Updater	<input checked="" type="checkbox"/> PLAIN STAMPED COPY
Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

CONTACT PERSON: Susie Knight EX 1156
EXAMINER'S INITIALS: _____

FILED
02 MAR 29 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5
3 pages

ARTICLES OF MERGER
Merger Sheet

MERGING:

LASERDYNE LABS, INC., A Florida Corporation (P02000004937)

,

into

LASERDYNE LABS, LLC, a Florida entity L02000004061

File date: March 29, 2002

Corporate Specialist: Diane Cushing

Account number: 072100000032

-Amount charged: 60.00

ARTICLES OF MERGER OF

LASERDYNE LABS, INC.
(a Florida corporation)

PO2-4937

and

LASERDYNE LABS, LLC
(a Florida limited liability company)

LO2-4061

FILED
02 MAR 29 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1108 and 608.438, Florida Statutes, the undersigned corporation, LASERDYNE LABS, INC., a Florida corporation (the "Corporation"), and the undersigned limited liability company, LASERDYNE LABS, LLC, a Florida limited liability company (the "Company"), adopt the following articles of merger for the purposes of merging the Corporation into the Company:

1. The surviving entity shall be the Company, and shall be known as LASERDYNE LABS, LLC, a Florida limited liability company.
2. Attached hereto as Exhibit "A" and incorporated herein by reference, is the plan of merger pursuant to which the Corporation shall be merged into the Company (the "Plan of Merger").
3. The Plan of Merger was adopted and approved by the Corporation in accordance with the provisions of Sections 607.1103 and 607.1108, Florida Statutes.
4. The Plan of Merger was approved by the Company in accordance with the provisions of Sections 608.438 and 608.4381, Florida Statutes.
5. The merger shall be effective upon the filing of these Articles of Merger.

Dated this 27 day of March, 2002.

LASERDYNE LABS, INC.

By Michael A. Lupo
Michael A. Lupo, President

LASERDYNE LABS, LLC

By Michael A. Lupo
Michael A. Lupo, Manager

PLAN OF MERGER
OF
LASERDYNE LABS, INC.
INTO
LASERDYNE LABS, LLC

FILED
02 MAR 29 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Plan of Merger is adopted by LASERDYNE LABS, INC., a corporation (the "Corporation"), organized under the laws of the State of Florida, by joint written action of its Board of Directors and Shareholders, and adopted by LASERDYNE LABS, LLC, a limited liability company (the "Company"), organized under the laws of the State of Florida, by joint written consent of its Manager and Members. The surviving entity shall be the Company and its name shall be LASERDYNE LABS, LLC.

1. The address of the Corporation is 1415 Foundation Park Boulevard, S.E., Palm Bay, Florida 32909, its state of organization is the State of Florida, and its governing law is the Florida Business Corporation Act. The address of the Company is 1415 Foundation Park Boulevard, S.E., Palm Bay, Florida 32909, its state of organization is the State of Florida, and its governing law is the Florida Limited Liability Company Act.

2. The Corporation shall be merged into the Company, pursuant to the provisions of the laws of the State of Florida, and the Company shall be the surviving entity when the merger becomes effective. The Company is sometimes hereinafter referred to as the "surviving entity" and shall continue to exist as said surviving entity under its present name pursuant to the provisions of the Florida Statutes. The separate existence of the Corporation which is sometimes hereinafter referred to as the "non-surviving entity," shall cease when the merger becomes effective in accordance with the laws of Florida.

3. The Articles of Organization of the surviving entity when the merger becomes effective shall be the Articles of Organization of said surviving entity and said Articles of Organization shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the Florida Statutes.

4. The present operating agreement of the surviving entity will be the operating agreement of said surviving entity and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the Florida Statutes.

5. The management of the surviving entity when the merger becomes effective shall be vested in one (1) manager whose name and business address is as follows:

Michael A. Lupo
4450-L Enterprise Court
Melbourne, FL 32934

Such manager shall continue as manager to the extent provided in the operating agreement of the surviving entity.

6. The outstanding member interests of the surviving entity shall not be converted or exchanged in any manner, but shall continue to represent outstanding member interests of the surviving entity. The issued and outstanding and the authorized but unissued shares of the Company shall be canceled as of the filing of the Articles of Merger.

7. The merger shall be effective upon the filing of articles of merger (the "Effective Date").

FILED

02 MAR 29 AM 11:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA