

L03000028226

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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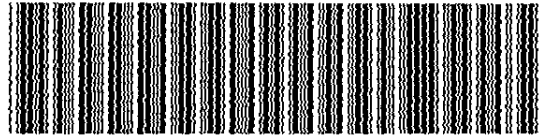
(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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August 5, 2003

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Advanced Metals Technology Corporation P03000001064 into

Advanced Metals Technology Company, LLC L03000028226

Filing Evidence

☒ Plain/Confirmation Copy

☐ Certified Copy

Retrieval Request

☐ Photocopy

☐ Certified Copy

Type of Document

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include
Articles & Amendments

☐ Fictitious Name Certificate

☐ Other

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input checked="" type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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UCC SERVICES
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with sections 607.1109 and 608.4382, Florida Statutes.

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

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Advanced Metals Technology Corporation 1977 Imperial Golf Course Blvd. Naples, Florida 34110	Florida	Corporation

Florida Document/Registration Number: P03000001064 FEI Number: 52-1524328

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>
Advanced Metals Technology Company, LLC 1977 Imperial Golf Course Blvd. Naples, Florida 34110	Florida	Limited Liability Company

Florida Document/Registration Number: L03000028226 FEI Number: 81-0626245

THIRD: The attached Plan of Merger meets the requirements of sections 607.1108 and 608.438, Florida Statutes, and was approved by each domestic corporation and limited liability company that is a party to the merger in accordance with Chapters 607 and 608, Florida Statutes.

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

FIFTH: The merger shall become effective as of the date the Articles of Merger are filed with the Florida Department of State.

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

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SEVENTH: SIGNATURES FOR EACH PARTY:

ADVANCED METALS TECHNOLOGY CORPORATION

By: Earl K. Stanley Aug 2, 2003
Earl K. Stanley, President

ADVANCED METALS TECHNOLOGY COMPANY, LLC

By: Earl K. Stanley Aug 2, 2003
Earl K. Stanley, Manager

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JULIA E. CORPORACTIONS
TALLAHASSEE, FLORIDA

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with sections 607.1103 and 608.4381, is being submitted in accordance with sections 607.1103 and 608.4381, Florida Statutes.

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

<u>Name</u>	<u>Jurisdiction</u>
Advanced Metals Technology Corporation	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
Advanced Metals Technology Company, LLC	Florida

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

Advanced Metals Technology Corporation shall be merged with and into Advanced Metals Technology Company, LLC. The existence of Advanced Metals Technology Corporation shall cease upon the Effective Date (as defined herein) of the merger in accordance with the provisions of the laws of the State of Florida. The Articles of Organization of Advanced Metals Technology Company, LLC, as now in force and effect shall be the Articles of Organization of Advanced Metals Technology Company, LLC, as it survives after the merger. The merger shall become effective at such time as is specified in the Articles of Merger (the "Effective Date").

The Plan of Merger herein entered into shall be submitted to all of the shareholders entitled to vote of Advanced Metals Technology Corporation for their approval or rejection in the manner prescribed by the provisions of the Florida Business Corporation Act and to the managing members and members of Advanced Metals Technology Company, LLC, for their approval or rejection in the manner prescribed by the provisions of the Florida Limited Liability Company Act.

FOURTH: 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:

All shares of Advanced Metals Technology Corporation shall, upon the Effective Date, be converted into an equal number of membership units in Advanced Metals Technology Company, LLC, such

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BY JAMES CORPORATION'S
ALLAHASSEE, FLORIDA

that, after the Effective Date, each shareholder of Advanced Metals Technology Corporation shall own the same number of membership units in Advanced Metals Technology Company, LLC, as the number of shares that such shareholder owned in Advanced Metals Technology Corporation immediately prior to the Effective Date. There were no existing rights to acquire any interest, shares, obligations or other securities of Advanced Metals Technology Corporation.

FIFTH: The name and address of the manager is as follows:

At present, Advanced Metals Technology Company, LLC, is managed by its manager, as set forth below, pursuant to Florida Statutes Section 608.422:

Earl K. Stanley
1977 Imperial Golf Course Blvd.
Naples, Florida 34110

SIXTH: Other provisions relating to the merger:

Advanced Metals Technology Company, LLC, the surviving entity, shall be governed by an operating agreement.

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TALLAHASSEE, FLORIDA