990000006132

CSC THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 385458 4612432

AUTHORIZATION : Patricia Piggott

COST LIMIT : $ 105.0

FILED 99 SEP 27 AM 10:49 SECRETARY OF STATE TALLAHASSEE FLORIDA

ORDER DATE : September 23, 1999

ORDER TIME : 11:03 AM

ORDER NO. : 385458-015

000002997440--9

CUSTOMER NO: 4612432

CUSTOMER: Mary Grabka, Esq
Archer & Greiner, P. C.
One Centennial Square

Haddonfield, NJ 08033

M99-22411

ARTICLES OF MERGER

STRATAGLASS, LTD.

INTO

STRATAGLASS, LLC

RECEIVED 99 SEP 27 AM 11:57

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS: __________

FF $ 50.00
CC 30.00
80.00
CS 25.00

ARTICLES OF MERGER
Merger Sheet

MERGING:

STRATAGLASS, LTD. (A96000000428)

INTO

STRATAGLASS, LLC, a Florida entity, L99000006132

File date: September 27, 1999

Corporate Specialist: Lee Rivers

Account number: 072100000032 Account charged: 80.00

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 28, 1999

CSC
ATTN; ANGIE GLISAR

SUBJECT: STRATAGLASS, LLC
Ref. Number: W99000022411

We have received your document for STRATAGLASS, LLC and the authorization to debit your account in the amount of $. However, the document has not been filed and is being returned for the following:

The plan of merger must either provide the name(s) and address(es) of the manager(s) of the limited liability company or state the limited liability company is not managed by one or more managers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 099A00047401

RESUBMIT
Please give original submission date as file date.

RECEIVED
99 NOV -2 PM 3:56
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

August 31, 1999

State of Florida
Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Consent to use of name of Strataglass, LLC

Dear Sir/Madam:

Please be advised that Strataglass, Ltd. hereby consents to the use of the name Strataglass by Strataglass, LLC.

Sincerely,

Edison Irvine
General Partner

622021-1

ARTICLES OF MERGER

FILED

99 SEP 27 AM 10:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following articles of merger are being submitted in accordance with sections 608.4382, and 620.203 of the Florida Statutes.

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

Name:	Strataglass, Ltd.
Address:	3100 State Road 84, Marina Mile Ft. Lauderdale, Florida 33312
Jurisdiction:	Florida
Entity Type:	Limited Partnership
Florida Document/Registration Number:	A96000000428
FEI Number:	65-0644909

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

Name:	Strataglass, LLC
Address:	2968 Ravenswood Road Ft. Lauderdale, Florida 33312
Jurisdiction:	Florida
Entity Type:	Limited Liability Company
Florida Document/Registration Number:	L99000006132
FEI Number:	65-0942503

THIRD: The attached Plan of Merger meets the requirements of sections 608.438 and 620.201 of the Florida Statutes, and was approved by each limited liability company and limited partnership that is a party to the merger in accordance with Chapters 608 and 620 of the Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity that is a party 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.

IN WITNESS WHEREOF, these Articles of Merger have been executed as of the date hereof.

Dated: September 1, 1999

STRATAGLASS, LLC

By its Member, ELHI, INC.

By: ______________________

Edison Irvine, President

STRATAGLASS, LTD.

By its General Partner
ELHI, INC.

By: ______________________

Edison Irvine, President

621853-2

PLAN OF MERGER OF STRATAGLASS, LTD.
WITH AND INTO STRATAGLASS, LLC

This Plan of Merger is made on September 1, 1999 by and between Strataglass, Ltd., a Florida limited partnership (the "Partnership"), and Strataglass, LLC, a Florida limited liability company (the "Surviving Entity"), said entities being hereby collectively called the "Constituent Entities."

WHEREAS, all of the partners of the Partnership and all of the members of the Surviving Entity deem it desirable and in the best interests of the Constituent Entities that the Partnership be merged with and into the Surviving Entity;

NOW, THEREFORE, in consideration of the mutual covenants and promises herein contained, the Constituent Entities agree, pursuant to the applicable provisions of the Florida Statutes, that the Partnership shall be merged with and into the Surviving Entity as a single limited liability company (the "Merger") and that the terms of the Merger and the mode of carrying the Merger into effect are and shall be as follows:

ARTICLE I

The Partnership shall be merged with and into the Surviving Entity, the separate existence of the Partnership shall cease, and the Surviving Entity shall continue under the name "Strataglass, LLC". The Surviving Entity shall become the owner, without transfer, of all rights and property of the Partnership, and the Surviving Entity shall become subject to all the debts and liabilities of the Partnership in the same manner as if the Surviving Entity had itself incurred them.

ARTICLE II

The Articles of Organization of the Surviving Entity, as in effect immediately prior to the effective date of the Merger, shall be and continue to be the Articles of Organization of the Surviving Entity until thereafter amended.

ARTICLE III

The Operating Agreement of the Surviving Entity, as in effect immediately prior to the effective date of the Merger, shall be and continue to be the Operating Agreement of the Surviving Entity until thereafter amended. The names and addresses of the members are attached.

ARTICLE IV

The basis of dealing with the outstanding interest of the Constituent Entities shall be as follows:

(a) Upon the effectiveness of the Merger, the partnership interests of the Partnership prior thereto shall, by virtue of the Merger, be converted into membership interests in the Surviving Entity in the same proportion as the partners' former partnership interests in the Partnership. No cash, securities or other consideration shall be paid or delivered in exchange for such partnership interests.

(b) None of the membership interests of the members of the Surviving Entity at the effective date of the Merger shall be converted, as a result of the Merger, but all such membership interests shall remain interests of the Surviving Entity.

ARTICLE V

This Plan of Merger has been approved and adopted by all of the partners in the Partnership and all of the members of the Surviving Entity as provided by law. Subject to the conditions contained in this Plan of Merger, Articles of Merger shall be executed and delivered to the Secretary of State of Florida for filing in accordance with the Florida Statutes.

ARTICLE VI

Anything herein to the contrary notwithstanding, this Plan of Merger may be terminated or abandoned at any time before the effective date of the Merger, whether before or after adoption or approval of this Plan of Merger by the partners of the Partnership or the members of the Surviving Entity. This Plan of Merger shall be effective upon filing with the Secretary of State of Florida.

IN WITNESS WHEREOF, this Plan of Merger has been duly executed on the date and year first above written.

STRATAGLASS, LTD.

By its General Partner, ELHI, INC.

By: ______________________
Edison Irvine, President

STRATAGLASS, LLC

By its Member, ~~ELHI~~, INC.

By: ______________________
Edison Irvine

624158-1

NAMES AND ADDRESSES OF THE MANAGING MEMBERS

Walter F. Johnson, Jr.
2968 Ravenswood Road
Fort Lauderdale, FL 33312

Walter F. Johnson, III
2968 Ravenswood Road
Fort Lauderdale, FL 33312

David P. Johnson
2968 Ravenswood Road
Fort Lauderdale, FL 33312

ELHI, Inc.
2968 Ravenswood Road
Fort Lauderdale, FL 33312