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TALLAHASSEE, FLORIDA

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CT CORPORATION SYSTEM

March 11, 2003

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

Re: Order #: 5806025 SO
Customer Reference 1:
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Florida Laminated and Tempered Glass Co. (FL)
Merger (Discontinuing Company)
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at
(850) 222-1092. Thank you very much for your help.

Sincerely,

Katrina Forsman
Fulfillment Specialist
Katrina_Forsman@cch-lis.com

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

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ARTICLES OF MERGER
Merger Sheet

MERGING:

FLORIDA LAMINATED AND TEMPERED GLASS CO. A FLORIDA ENTITY,
#P01000100285

,

into

US GLOBAL GLASS LLC, a Delaware entity M03000000798

File date: March 11, 2003

Corporate Specialist: Joey Bryan

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TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

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:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. Florida Laminated and Tempered Glass Co. 220 N.E. 187th Street Miami, Florida 33179 (merging out of existence in Delaware)	Florida	Corporation (domestic)
Florida Document/Registration Number: P01000100285		FEI Number: 59-3753547
2. _____ _____ _____	_____	_____
Florida Document/Registration Number: _____		FEI Number: _____
3. _____ _____ _____	_____	_____
Florida Document/Registration Number: _____		FEI Number: _____
4. _____ _____ _____	_____	_____
Florida Document/Registration Number: _____		FEI Number: _____

(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>
US Global Glass LLC	Delaware	Limited Liability Compan
953 Hillsboro Mile		
Hillsboro Beach, Florida 33062		

Florida Document/Registration Number: MD3000000798 FEI Number: applied for

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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(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.)

Name of Entity

Florida Laminated and Tempered
Glass Co.

Signature(s)

Typed or Printed Name of Individual

Title:

US Global Glass LLC

Spot Powell

John H. Prell

Title: Member of ParellCo LLC

Sole Member of US Global Glass LLC

(Attach additional sheet(s) if necessary)

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DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

NINTH: The merger shall become effective as of:

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

OR

n/a

(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.

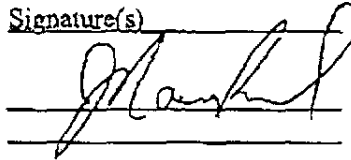
ELEVENTH: SIGNATURE(S) FOR EACH PARTY:

(Note: Please see instructions for required signatures.)

Name of Entity

Florida Laminated and Tempered
Glass Co.

Signature(s)



Typed or Printed Name of Individual

J. RANDY BEARD

Title: SECRETARY

US Global Glass LLC

Title: Member of ParellCo LLC

Sole Member of US Global Glass LLC

(Attach additional sheet(s) if necessary)

Exhibit A

PLAN OF MERGER

OF

US GLOBAL GLASS, LLC
(a Delaware limited liability company)

AND

FLORIDA LAMINATED & TEMPERED GLASS CO.
(a Florida corporation)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

THIS PLAN OF MERGER is entered into on March 11, 2003, by and between US GLOBAL GLASS, LLC, a Delaware limited liability company ("US GLOBAL GLASS") and, FLORIDA LAMINATED & TEMPERED GLASS CO., a Florida Corporation ("FLT").

WHEREAS US GLOBAL GLASS is a Delaware limited liability with its principal office therein located at 953 Hillsboro Mile, Hillsboro Beach, Florida, 33062; and

WHEREAS FLT is a business corporation of the State of Florida with its registered office therein located at 1301 Riverplace Boulevard, Suite 1500, Jacksonville, Florida 32207; and

WHEREAS the total number of shares of stock which FLT has authority to issue is One Hundred Thousand (100,000) shares of common stock, par value \$0.01 per share; and

WHEREAS the Limited Liability Company Act of Delaware, as amended, permits a merger of a business corporation of another jurisdiction with and into a limited liability company; and

WHEREAS the Florida Business Corporation Act permits the merger of a business corporation of the State of Florida with and into a limited liability company of another jurisdiction; and

WHEREAS US GLOBAL GLASS and FLT, the respective Boards of Directors of FLT and Board of Managers of US GLOBAL GLASS declare it advisable and to the advantage, welfare, and best interests of said business entities and their respective shareholders or members to merge with and into US GLOBAL GLASS pursuant to the provisions of the Limited Liability Company Act of Delaware and pursuant to the provisions of the Florida Business Corporation Act upon the terms and conditions hereinafter set forth;

NOW, THEREFORE, in consideration of the premises and of the mutual agreement of the parties hereto, being thereunto duly entered into by US GLOBAL GLASS and approved by a resolution adopted by its Board of Managers and being thereunto duly entered into by FLT and approved by a resolution adopted by its Board of Directors, the Plan of Merger and the terms and conditions thereof and the mode of carrying the same into effect, together with any provisions required or permitted to be set forth therein, are hereby determined and agreed upon as hereinafter in this Plan set forth.

1. US GLOBAL GLASS and FLT shall, pursuant to the provisions of the Limited Liability Company Act of Delaware, as amended, and the provisions of the Florida Business Corporation Act, be merged with and into a single company, to wit, US GLOBAL GLASS, which shall be the surviving company from and after the effective time of the merger, and which is sometimes hereinafter referred to as the "surviving company", and which shall continue to exist as said surviving company under its present name pursuant to the provisions of the Limited Liability Company Act of Delaware. The separate existence of FLT, which is sometimes hereinafter referred to as the "terminating company", shall cease at said effective time in accordance with the provisions of the Limited Liability Company Act of Delaware, as amended.

2. Annexed hereto and made a part hereof is a copy of the Certificate of Formation of the surviving company as the same shall be in force and effect at the effective time of the merger herein provided for; and said Certificate of Formation shall continue to be the Certificate of Formation of said surviving company until amended and changed pursuant to the provisions of the Limited Liability Company Act of Delaware.

3. The present operating agreement of the US Global Glass will be the operating agreement of said surviving company 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 Limited Liability Company Act of Delaware.

4. The officers in office of US Global Glass at the effective time of the merger shall be the members of the officers of the surviving company, all of whom shall hold their offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the operating agreement of the surviving company.

5. The management of the surviving company will be vested in its Board of Managers; the initial members of which shall be John F. Parell, Patrick Tschir and John G. Mulvanerty with a business address of 953 Hillsboro Mile, Hillsboro Beach, Florida, 33062.

6. Each issued share of the terminating corporation shall, at the effective time of the merger, be transferred to the surviving company for such consideration as described in the Merger Agreement dated as of February 26, 2003 by and between US GLOBAL GLASS and FLT and the shareholders of FLT. Any shares of the terminated corporation issued and held in treasury of the terminated corporation shall be canceled upon consummation of the merger. The membership interests of the surviving company shall not be converted or exchanged in any manner, but each said membership interest as of the effective date of the merger shall continue to represent one membership interest of the surviving company.

7. In the event that this Plan of Merger shall have been fully approved and adopted upon behalf of the terminating corporation in accordance with the provisions of the Florida Business Corporation Act, as amended, and upon behalf of the surviving company in accordance with the provisions of the Limited Liability Company Act of Delaware, the said entities agree that they will cause to be executed and filed and recorded any document or documents prescribed by the laws of the State of Delaware and by the laws of the State of Florida, and that they will cause to be performed all necessary acts within the State of Delaware and the State of Florida and elsewhere to effectuate the merger herein provided for.

8. The Board of Directors or the Board of Managers, as the case may be, and the proper officers of the terminating corporation and of the surviving company are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

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US GLOBAL GLASS CORPORATION
HILLSBORO BEACH, FLORIDA