

MAY-26-2004 17:18 FROM BOOSE CASEY

TO 1846#35471#185020507

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P0000001272,

Florida Department of State
Division of Corporations
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Account Number : 076376001447
Phone : (561)832-5900
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RECEIVED
04 MAY 26 PM 1:18
DIVISION OF CORPORATIONS

MERGER OR SHARE EXCHANGE

BUCHANAN & ASSOCIATES, INC.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

04 MAY 26 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Mergers

05/26/04

X

ARTICLES OF MERGER

(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, F.S.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Buchanan & Associates, Inc.	Florida	P00000012721

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Tropical Aluminum & Screen, Inc.	Florida	P03000003840

04 MAY 26 PM 5:00
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TALLAHASSEE, FLORIDA

Third: The Plan of Merger is attached.

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

OR / / (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on _____.

The Plan of Merger was adopted by the board of directors of the surviving corporation on
April 30, 2004 and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on _____.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on
April 30, 2004 and shareholder approval was not required.

(Attach additional sheets if necessary)

* MAY-26-2004 13:19 FROM BOOSE CASEY

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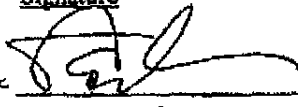
Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature

Typed or Printed Name of Individual & Title

Buchanan Associates Inc



STEPHEN S RASKIN President

Tigard Aluminum Siding Inc



CHARLIE RASKIN President

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PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

Name

Jurisdiction

Buchanan & Associates, Inc.

Florida

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

Tropical Aluminum & Screen, Inc.

Florida

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

The Shareholders of Tropical Aluminum & Screen, Inc. shall receive 10% of the outstanding shares of Buchanan & Associates, Inc. in exchange for 100% of the outstanding shares of Tropical Aluminum & Screen, Inc. This is being accomplished pursuant to the terms of a Shareholder's Agreement.

Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

The Shareholders of Tropical Aluminum & Screen, Inc. shall surrender their 100 shares in exchange for 10 shares of the outstanding shares in Buchanan & Associates, Inc.

(Attach additional sheets if necessary)

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THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached as an exhibit:

N/A

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

N/A

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TOTAL P.05