P01000057953

CAPITAL CONNECTION, INC.
417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

LPG, Inc.

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****787.50 *****78.75

___ Art of Inc. File
___ LTD Partnership File
___ Foreign Corp. File
___ L.C. File
___ Fictitious Name File
___ Trade/Service Mark
✓ Merger File
___ Art. of Amend. File
___ RA Resignation
___ Dissolution / Withdrawal
___ Annual Report / Reinstatement
✓ Cert. Copy
___ Photo Copy
___ Certificate of Good Standing
___ Certificate of Status
___ Certificate of Fictitious Name
___ Corp Record Search
___ Officer Search
___ Fictitious Search
___ Fictitious Owner Search
___ Vehicle Search
___ Driving Record
___ UCC 1 or 3 File
___ UCC 11 Search
___ UCC 11 Retrieval
___ Courier

RECEIVED
01 DEC 26 PM 12:10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
01 DEC 26 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. Coulliette DEC 27 2001

Signature

Requested by:
SK
Name 12/26/01 Date 11:15 Time

Walk-In ______ Will Pick Up ______

ARTICLES OF MERGER
Merger Sheet

MERGING:

WHITEMARK/LPG ACQUISITION CORPORATION, a Florida corporation, P01000105150

INTO

LPG, INC., a Florida entity, P01000057953

File date: December 26, 2001

Corporate Specialist: Cheryl Coulliette

ARTICLES OF MERGER

The following Articles of Merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1105, *Florida Statutes*.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name and jurisdiction of the ***surviving*** corporation:

   LPG, INC. **Florida**

2. The name and jurisdiction of the ***merging*** corporation:

   WHITEMARK/LPG ACQUISITION CORPORATION **Florida**

3. The Plan of Merger is attached.

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

5. Adoption of Merger by the surviving corporation – the Plan of Merger was adopted by the shareholders of the surviving corporation as of November 7, 2001.

6. Adoption of Merger by the merging corporation – the Plan of Merger was adopted by the shareholders of the surviving corporation as of November 7, 2001.

7. Signatures:

WHITEMARK/LPG ACQUISITION CORPORATION

By: ______________________

Kenneth L. White,
President

LPG, INC.

By: Mike Adkinson Pres

Mike Adkinson,
President

PLAN OF MERGER

The following Plan of Merger is submitted in compliance with Section 607.1101, *Florida Statutes*, and in accordance with the laws of any other applicable jurisdiction of incorporation.

1. The name and jurisdiction of the ***surviving*** corporation:

   LPG, INC. **Florida**

2. The name and jurisdiction of the ***merging*** corporation:

   WHITEMARK/LPG ACQUISITION CORPORATION **Florida**

3. The terms and conditions of the merger are as follows:

   The conversion of shares set forth in Paragraph 4 below are subject to and contingent upon the closing of that certain Agreement for Purchase and Sale of Corporate Stock dated August 31, 2001, as amended (the "Stock Agreement").

4. The manner and basis of converting the shares of each corporation into shares of the surviving corporation or any other corporation are as follows:

   The current shareholder(s) of the merging corporation shall exchange its shares of stock in the merging corporation for 100% of the shares of stock in the surviving corporation. The current shareholder(s) of the surviving corporation shall exchange its shares of stock in the surviving corporation for shares in a different corporation pursuant to the terms of the Stock Agreement.

5. Signatures:

WHITEMARK/LPG ACQUISITION CORPORATION

By: ______________________
Kenneth L. White,
President

LPG, INC.

By: Mike Adkinson Pres
Mike Adkinson,
President

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