

PO10000077812

P O Box 331238  
Miami, Florida 33133  
305 216 5737  
fax 305 476 8877

Siteworks, Inc Ltd

# Memo

**To:** Secretary Of State, Florida, Attention Susan Payne

**From:** CMN

**CC:** file

**Date:** 3/19/02

**Re:** Merger of RTCI with Siteworks

500005170365--5  
-03/27/02--01002--014  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

As per our conversation , enclosed is the missing payment

FILED  
02 MAR 27 PM 3:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The surviving corporation will be Site Works, Inc a Florida Corp. (to retain the public status of the Nevada Corp)

I have enclosed the Merger fee 35 per entity 70.00

You may use the fedex number account 1630 8737-5 to return the extra set of stamped documents enclosed.

Returned  
by laws

3/28/02  
merger  
SP

ARTICLES OF MERGER  
Merger Sheet

MERGING: \_\_\_\_\_

REALTIMECARS, INC., a nonqualified Nevada corporation

,

INTO

**SITEWORKS, INC.**, a Florida entity, P01000077812.

File date: March 27, 2002

Corporate Specialist: Susan Payne

**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>
SiteWorks, Inc	Florida

**Second:** The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
RealTimeCars, Inc.	
	Nevada

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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  
March 11, 2002 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  
Feb 14, 2002 and shareholder approval was not required.

(Attach additional sheets if necessary)

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature

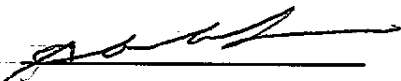
Typed or Printed Name of Individual & Title

RealTimeCars, Inc.



Carl M Nurse

SiteWorks Inc



Carl M Nurse

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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:

<u>Name</u>	<u>Jurisdiction</u>
SiteWorks, Inc.	Florida

**Second:** The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
RealTimeCars, Inc.	Nevada

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

Each paid up share of RealTimeCars, Inc. shares shall be exchanged for one share of SiteWorks, Inc. stock of similar Class.

**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:

All shares of the merging corporation to be surrendered to the Transfer agent who will then reissue shares on a one to one basis. Transfer agent to be appointed by President.  
*(Attach additional sheets if necessary)*

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:

Amendments Attached

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

ARTICLE 3: PRINCIPAL OFFICE

The address of the principal office is 5101 Collins  
Miami Florida 33141, mailing address is PO Box 331238  
Miami Florida

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ARTICLE 7: CORPORATE CAPITALIZATION

The maximum number of shares that this corporation  
is authorized to have outstanding is 20,000,000.00 shares par value .001.00  
of common stock and 500,000 shares of preferred stock. par value .01