

P020000017205

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

merger

T BROWN DEC -5 2005

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WRITER'S DIRECT NUMBER IS
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EMAIL: asberry@wflaw.com

November 15, 2005

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

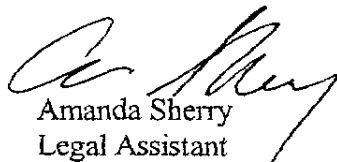
Re: Blue World Corp.
Our File No. 21246.1

Dear Sir/Madam:

Please file the enclosed Articles of Merger for the above entity as soon as possible. Our check in the amount of \$70 is enclosed for the filing fee. We have provided a return trip federal express envelope for your convenience in returning the acknowledgment to us.

Please give me a call if you have any questions.

Sincerely,


Amanda Sherry
Legal Assistant

Enclosure



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 22, 2005

~~AMANDA SHERRY~~ *Polly Sampson* 301-951-1500
WEST & FEINBERG, P.C.
4550 MONTGOMERY AVENUE, SUITE 775N
BETHESDA, MD 20814

SUBJECT: BLUE WORLD CORP.
Ref. Number: P02000017205

We have received your document for BLUE WORLD CORP. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

For each corporation, the document must contain the date of adoption of the plan of merger or share exchange by the shareholders or by the board of directors when no vote of the shareholders is required.

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) 245-6869.

Teresa Brown
Document Specialist

Letter Number: 205A00068774

*Corrected - See Page 2 of Plan of Merger
See Page 1 of Articles of Merger*

[Signature] Can we get 11/17/05 as date of recordation?

ARTICLES OF MERGER

OF

BLUE WORLD CORP.
A Florida Corporation

INTO

BLUE WORLD CORP.
A Maryland Corporation

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TALLAHASSEE, FLORIDA

The following Articles of Merger are being submitted in accordance with Section 607.1109, 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 Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>FL Doc/Reg No.</u>	<u>FEI</u>
Blue World Corp. 1040 Bayview Drive Suite 610 Broward County Fort Lauderdale, FL 33304	Florida	Corporation	P02000017205	04-3655195

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

<u>Name and Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>FL Doc/Reg No.</u>	<u>FEI</u>
Blue World Corp. w/o West & Feinberg, P.C. 4550 Montgomery Ave. Suite 775N Bethesda, MD 20814	Maryland	Corporation	N/A	N/A

THIRD: The attached Plan of Merger meets the requirements of Section 607.1108, Florida Statutes, and was approved by each domestic corporation that is a party to the merger in accordance with Chapter 607, Florida Statutes.

FOURTH: The terms and conditions of the transaction set forth in the Plan of Merger and Articles of Merger were advised, authorized and approved by the unanimous written consent of the directors and shareholders of each of the Merging Party and Surviving Party on November 15, 2005, in the manner required by their respective Charters, Bylaws and the laws of the States of Florida and Maryland, respectively.

FIFTH: 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 of the domestic corporation that is a party to the merger.

SIXTH: The surviving entity is not incorporated, organized, or otherwise formed under the laws of the state of Florida and therefore, agrees to pay the dissenting shareholders of the domestic corporation that is a party to the merger the amount, if any, to which they are entitled under Section 607.1302, Florida Statutes.

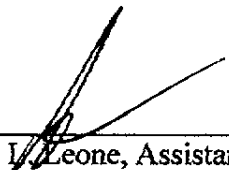
SEVENTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

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

NINTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.


TENTH: SIGNATURES

ATTEST:



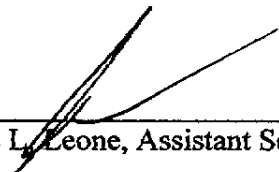
Joe L. Leone, Assistant Secretary

BLUE WORLD CORP.
MERGING PARTY



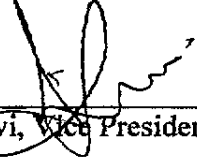
Avi Levi, Vice President

ATTEST:



Joe L. Leone, Assistant Secretary

BLUE WORLD CORP.
SURVIVING PARTY



Avi Levi, Vice President

11/15/05

PLAN OF MERGER

BLUE WORLD CORP.
A Florida Corporation

INTO

BLUE WORLD CORP.
A Maryland Corporation

The following Plan of Merger, which was adopted and approved by each party to the merger in accordance with Section 607.1107, is being submitted in accordance with Section 607.1108, Florida Statutes.

FIRST: The exact name and jurisdiction of each **Merging Party** are as follows:

Name	Jurisdiction
Blue World Corp.	Florida

SECOND: The exact name and jurisdiction of the **Surviving Party** are as follows:

Name	Jurisdiction
Blue World Corp.	Maryland

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

FIRST: Blue World Corp., a Florida corporation ("Merging Party"), and Blue World Corp., a Maryland corporation ("Surviving Party"), have agreed that the Merging Party shall merge with and into the Surviving Party and the separate corporate existence of the Merging Party shall cease.

SECOND: The name, state and date of incorporation of the Merging Party and the Surviving Party are set forth below:

<u>Name</u>	<u>State</u>	<u>Date</u>
Blue World Corp.	Florida	February 14, 2002
Blue World Corp.	Maryland	November 15, 2005

THIRD: The Merging Party was incorporated under the general laws of the State of Florida, pursuant to Chapter 607 of the Florida Statutes (F.S.).

FOURTH: The principal office address of the Merging Party is 1040 Bayview Drive, Suite 610, Fort Lauderdale, Broward County, Florida 33304. The

FOURTH: The principal office address of the Merging Party is 1040 Bayview Drive, Suite 610, Fort Lauderdale, Broward County, Florida 33304. The Merging Party is not qualified or registered to do business in the State of Maryland.

FIFTH: The principal office address of the Surviving Party is c/o West & Feinberg, P.C., 4550 Montgomery Avenue, Suite 775N, Bethesda, Montgomery County, Maryland 20814.

SIXTH: Neither the Merging Party nor the Surviving Party owns any interest in land or real property in the State of Maryland.

SEVENTH: The terms and conditions of the transaction set forth in the Plan of Merger and Articles of Merger were advised, authorized and approved by the unanimous written consent of the directors and shareholders of each of the Merging Party and Surviving Party on November 15, 2005, in the manner required by their respective Charters, Bylaws and the laws of the States of Florida and Maryland, respectively.

EIGHTH: The Charter and Bylaws of the Surviving Party shall not be amended by the merger.

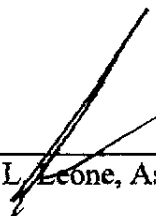
NINTH: The total number of shares of common stock which the Merging Party and the Surviving Party are authorized to issue, and number of shares currently issued and outstanding and the par value of such shares are as follows:

<u>Name of Corporation</u>	<u>Authorized Shares</u>	<u>Par Value</u>	<u>Issued and Outstanding Shares</u>
Blue World Corp.	1,000	\$1	1,000
Blue World Corp.	1,000	\$1	1,000

TENTH: On the Effective Date of the merger each share of issued and outstanding common stock of the Merging Party shall be surrendered and canceled, without consideration. No shares of the common stock of the Surviving Party shall be issued upon the merger.

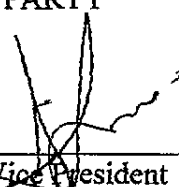
The Merging Party and Surviving Party have caused these ^{Plan}Articles of Merger to be signed in their respective names by their respective President and attested to by their Assistant Secretary on this 15th day of November, 2005.

ATTEST:



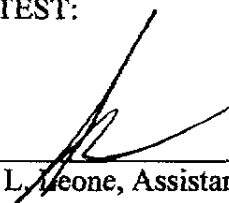
Joe L. Leone, Assistant Secretary

BLUE WORLD CORP.
MERGING PARTY



Avi Levi, Vice President

ATTEST:



Joe L. Leone, Assistant Secretary

BLUE WORLD CORP.
SURVIVING PARTY



Avi Levi, Vice President