

P03000132527

Florida Department of State
Division of Corporations
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EFFECTIVE DATE
12-31-07

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MERGER OR SHARE EXCHANGE

United Tarping Inc.

Certificate of Status	0
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Page Count	07/8
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December 28, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

UNITED TARPING SERVICE, INC.

SUBJECT: UNITED TARPING SERVICE, INC.
REF: H07000306845

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of the surviving corporation must be identical throughout the document and the electronic filing cover sheet.

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) 245-6925.

Teresa Brown
Regulatory Specialist II

FAX Aud. #: H07000306845
Letter Number: 207A00071881

P.O BOX 6327 - Tallahassee, Florida 32314

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

EFFECTIVE DATE
12-31-07

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (if known/ applicable)
<u>United Tarping Inc.</u>	<u>Nevada</u>	<u></u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (if known/ applicable)
<u>Palatka Tarping Service, Inc.</u>	<u>Florida</u>	<u>F03000132527</u>
<u>Bridgeport Tarping Service, Inc.</u>	<u>Alabama</u>	<u></u>
<u>Alliquippa Loading Service, Inc.</u>	<u>Pennsylvania</u>	<u></u>
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>

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 12 / 31 / 2007 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

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 12/27/07

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ 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 12/27/07

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

(Attach additional sheets if necessary)

AGREEMENT AND PLAN OF MERGER

of

ALIQUIPPA LOADING SERVICE, INC.
(a Pennsylvania corporation)

and

BRIDGEPORT TARPING SERVICE, INC.
(an Alabama corporation)

and

PALATKA TARPING SERVICE, INC.
(a Florida corporation)

into

UNITED TARPING INC.
(a Nevada corporation)

THIS AGREEMENT AND PLAN OF MERGER (this "Agreement"), dated December 21, 2007, is by and among Aliquippa Loading Service, Inc., a Pennsylvania corporation, pursuant to Section 1921 of the Pennsylvania Business Corporation Law ("PABCL"), Bridgeport Tarping Service, Inc., an Alabama corporation, pursuant to Section 10-2B-11.07 of the Alabama Business Corporation Act ("ALBCA"), Palatka Tarping Service, Inc., a Florida corporation, pursuant to Section 607.1108 of the Florida Business Corporation Act ("FLBCA") and United Tarping Inc., a Nevada corporation, pursuant to 92A.190 of the Nevada Revised Statutes which are comprised in the Nevada General Corporation Law ("NVGCL").

1. Names and Jurisdictions of Incorporation.

(a) The name and jurisdiction of incorporation of each constituent corporation is as follows: (i) Aliquippa Loading Service, Inc., incorporated under the laws of the State of Pennsylvania ("Aliquippa"), (ii) Bridgeport Tarping Service, Inc., incorporated under the laws of the State of Alabama ("Bridgeport"), (iii) Palatka Tarping Service, Inc., incorporated under the laws of the State of Florida ("Palatka") and United Tarping Inc., incorporated under the laws of the State of Nevada ("United", United, Aliquippa, Bridgeport and Palatka being the "Constituent Corporations").

(b) The name and jurisdiction of incorporation of the surviving corporation is United Tarping Inc., incorporated under the laws of the State of Nevada (the "Surviving Corporation").

2. Merger. Upon the terms and conditions of this Agreement and in accordance with the applicable provisions of the PABCL, ALBCA, FLBCA and NVGCL, Aliquippa, Bridgeport and Palatka will merge with and into the Surviving Corporation (the "Merger"). The Merger is permitted by the governing laws of each of the Constituent Corporations. Following the Merger,

the Surviving Corporation will continue to be governed by the NVGCL and the separate corporate existence of Aliquippa, Bridgeport and Palatka will cease. The effect of the Merger will be the effect prescribed in the PABCL, ALBCA, FLBCA and NVGCL.

3. Effective Date. The Merger will be effective December 31, 2007 (the "Effective Date").
4. Issued and Outstanding Stock.
 - (a) The designation and number of issued and outstanding shares of each class of stock of Aliquippa is 50 shares of common stock without par value, each share is entitled to one vote. None of these shares are subject to change prior to the Effective Date.
 - (b) The designation and number of issued and outstanding shares of each class of stock of Bridgeport is 50 shares of common stock without par value, each share is entitled to one vote. None of these shares are subject to change prior to the Effective Date.
 - (c) The designation and number of issued and outstanding shares of each class of stock of Palatka is 50 shares of common stock without par value, each share is entitled to one vote. None of these shares are subject to change prior to the Effective Date.
 - (d) The designation and number of issued and outstanding shares of each class of stock of United is 50 shares of common stock without par value, each share is entitled to one vote. None of these shares are subject to change prior to the Effective Date.
5. Conversion of Stock. On the Effective Date, each issued and outstanding share of common stock of Aliquippa, Bridgeport and Palatka will be cancelled without any consideration being paid in respect thereof.
6. Certificate of Incorporation and By-Laws. From and after the Effective Date, the Certificate of Incorporation and the By-Laws of the Surviving Corporation in effect immediately prior to the Effective Date will continue to be the Certificate of Incorporation and the By-Laws of the Surviving Corporation.
7. Directors and Officers. From and after the Effective Date, the individual who is the sole officer and sole director of the Surviving Corporation immediately prior to the Effective Date will continue to be the sole officer (serving in the same capacity or capacities) and the sole director of the Surviving Corporation until his successor has been duly elected and has qualified or until his earlier death, removal or resignation.
8. Approval. This Agreement has been adopted by the sole director and approved by the sole shareholder of each of the Constituent Corporations.
9. Consummating the Merger. The Merger will be consummated upon the (a) execution of Articles of Merger under Section 1926 of the PABCL and causing them to be filed

with the Department of State of the State of Pennsylvania, (b) execution of Articles of Merger under Section 10-2B-11.05 of the ALBCA and causing them to be filed with the Secretary of State of the State of Alabama, (c) execution of Articles of Merger under Section 607.1109 of the FLBCA and causing them to be filed with the Department of State of the State of Florida and (d) execution of Articles of Merger under Section 92A.190 of the NVGCL and causing them to be filed with the Secretary of State of the State of Nevada.

10. Transfer of Assets and Liabilities. Effective as of the Effective Date, all of the assets and liabilities of Aliquippa, Bridgeport and Palatka will transfer to the Surviving Corporation, without the need for any further transfer instrument or agreement.

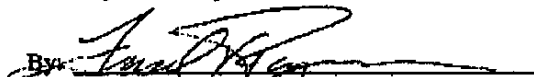
11. Copy of Agreement. An executed copy of this Agreement (a) is on file at the office of the Surviving Corporation located at P.O. Box 898, 963 Worthington Avenue, Green Cove Springs, Florida 32043-0898 and (b) will be furnished by the Surviving Corporation, on request and without cost, to any shareholder of the Constituent Corporations.

12. Principal Office. The principal office of the Surviving Corporation will be located at P.O. Box 898, 963 Worthington Avenue, Green Cove Springs, Florida 32043-0898.

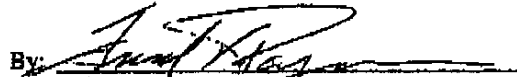
[SIGNATURE PAGE TO DIRECTLY FOLLOW]

IN WITNESS WHEREOF, the Constituent Corporations have caused this Agreement and Plan of Merger to be executed as of the day and year first above written.


ALIQUIPPA LOADING SERVICE, INC.
a Pennsylvania corporation

By: 
Fred Payne, President

BRIDGEPORT TARPING SERVICE, INC.
an Alabama corporation

By: 
Fred Payne, President

PALATKA TARPING SERVICE, INC.
a Florida corporation

By: 
Fred Payne, President

UNITED TARPING INC.
a Nevada corporation

By: 
Fred Payne, President

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