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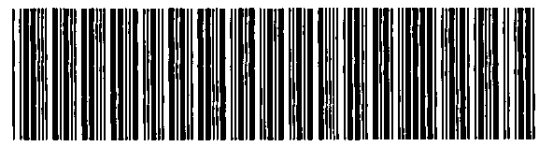
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 OCT -4 AM 8:25

Merger
(1a) 10/4/12

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: AMERICAN PACIFIC RIM COMMERCE CORP.
Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

ANTHONY DELOACH
Contact Person

AMERICAN PACIFIC RIM COMMERCE CORP.
Firm/Company

6389 TOWER LANE
Address

SARASOTA, FLORIDA 34240
City/State and Zip Code

tonyd@wesinc.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

ANTHONY DELOACH
Name of Contact Person

At: (941) 371 - 7617
Area Code & Daytime Telephone Number

Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)



STREET ADDRESS:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

12 OCT -4 AM 8:25

AMERICAN PACIFIC RIM COMMERCE CORP.
(the 'Surviving Corporation', a Florida corporation)
and
AMERICAN PACIFIC RIM COMMERCE GROUP
(the 'Merging Corporation', a California Corporation)

First: The name and jurisdiction of the surviving corporation:

Second: The name and jurisdiction of each merging corporation:

Third: The Plan of Merger is attached.

Fifth: Adoption of Merger by surviving corporation -

The Plan of Merger was adopted by the Shareholders of the Surviving Corporation on September 5, 2012

Sixth: Adoption of Merger by merging corporation(s) –

The Plan of Merger was adopted by the Shareholders of the Merging Corporation on September 5, 2012

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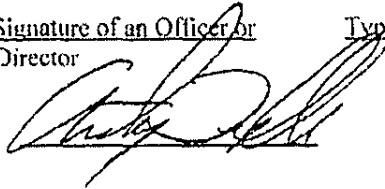
Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or
Director

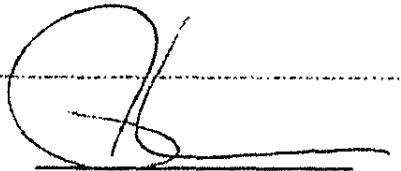
Typed or Printed Name of Individual & Title

Surviving Corporation,
(a Florida Corporation):
American Pacific Rim
Commerce Corp.



By: Anthony DeLoach
Its: President & Secretary

Merging Corporation,
(a California Corporation):
American Pacific Rim
Commerce Group



By: Raymond J. Talarico, Its: President and
Secretary

Subscribed and sworn to before me a notary public in the State of Florida this 11 day of September,
2012.

Michael St. Leger
(Notary-print name)

My Commission Expires: 09/19/14



MICHAEL ST. LEGER
NOTARY PUBLIC
STATE OF FLORIDA
Comm# EE027421
Expires 9/19/2014

PLAN OF MERGER
AMERICAN PACIFIC RIM COMMERCE CORP.
(the 'Surviving Corporation', a Florida corporation)
and
AMERICAN PACIFIC RIM COMMERCE GROUP
(the 'Merging Corporation', a California Corporation)

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.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
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<u>American Pacific Rim Commerce Corp.</u>	<u>FLORIDA</u>	<u>P12000063802</u>
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Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
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<u>American Pacific Rim Commerce Group</u>	<u>CALIFORNIA</u>	<u>C1795021</u>
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Third: The terms and conditions of the merger are as follows:

1. The Merging Corporation shall be merged into the Surviving Corporation for the express intention of Domesticating the Merging Corporation to that of the Surviving Corporation's jurisdiction solely.
2. Such Plan of Merger shall conform to all applicable laws that govern such actions in the jurisdictions of the Corporations named herein.
3. Such Plan of Merger shall bind any and all debts, obligations and Capital Structure of the Merging Corporation into that of the Surviving Corporation.
4. Such Plan of Merger shall bind the Surviving Corporation to record on its Books and Records a one-for-one (1:1) conversion of any and all Outstanding Capital Stock of the Merging Corporation, both Common Stock and Preferred Stock.
5. Such Plan of Merger shall obtain the approval of the Board of Directors and holders of a majority of the voting securities of the Corporations.
6. Such majority of the voting securities of the Corporations shall empower the respective Boards of Directors to fully implement the Plan of Merger, including, but not limited to taking any and all action to implement such Plan of Merger contemplated herein.

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:

1. All Common Stock and Preferred Stock of the Merging Corporation shall be converted one-for-one (1:1), respectively, with the same Rights and Preferences

into the Common Stock and Preferred Stock of the Surviving Corporation. No Shareholder action is necessary to redeem such Shares.

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

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

There are no amendments to the Articles of Incorporation as part of this Plan of Merger.

Restated articles are attached:

The Articles of Incorporation of the Surviving Corporation are restated and attached herein.

Other provisions relating to the merger are as follows:

1. The Merging Corporation shall obtain approval of holders of a majority of its voting shares and approval of its Board of Directors to adopt such Plan to Merge.

The foregoing approval to Merge, and Further, to adopt the Terms, Conditions and Provisions herein has been duly approved by the required vote of shareholders of the Merging Corporation in accordance with Section 1100, California Corporations Code. The total number of outstanding shares of the corporation is 32,269,561. The number of shares voting in favor to Merge the Corporation equaled or exceeded the vote required. The percentage vote required was more than 50%. Voting to approve the resolution to merge the Merging Corporation with the Surviving Corporation for the purposes of domiciling to Florida was 93.93%. Furthermore, the Board of Directors of the Merging Corporation unanimously adopted such Plan of Merger.

2. The Surviving Corporation shall obtain approval of holders of a majority of its voting securities and approval of its Board of Directors to Merge.

The foregoing approval to Merge, and Further, to adopt the Terms, Conditions and Provisions herein has been duly approved by the required vote of shareholders of the Surviving Corporation in accordance with Section 607.1101, Florida Corporations Code. The total number of outstanding shares of the corporation is 1,000. Voting to approve the resolution to merge the Merging Corporation with the Surviving Corporation for the purposes of domiciling to Florida was 100%. The number of shares voting in favor to Merge the Corporation equaled or exceeded the vote required. The percentage vote required was more than 50%. Furthermore, the Board of Directors of the Surviving Corporation unanimously adopted such Plan of Merger.

3. The Merging Corporation shall obtain approval of holders of a majority of its voting securities and approval by its Board of Directors to exchange securities with the Surviving Corporation on a one-for-one (1:1) basis, with the same relative rights and preferences of such securities so exchanged.

The foregoing approval of the Merging Corporation to exchange securities with the Surviving Corporation on a one-for-one (1:1) basis, with the same relative rights and preferences, has been duly approved by the required vote of shareholders of the Merging Corporation in accordance with Section 1100, California Corporations Code. The total number of outstanding shares of the corporation is 32,269,561. The number of shares voting in favor to exchange securities with the Surviving Corporation

equaled or exceeded the vote required. The percentage vote required was more than 50%. Voting to approve the resolution to exchange securities of the Merging Corporation with the Surviving Corporation was 93.93%. Furthermore, the Board of Directors of the Merging Corporation unanimously adopted such plan to exchange securities with the Surviving Corporation as specified in the Plan of Merger.

4. The Surviving Corporation shall obtain approval of holders of a majority of its voting rights and approval of its Board of Directors to exchange securities with the Merging Corporation on a one-for-one (1:1) basis, with the same relative rights and preferences of such exchanged securities of the Merging Corporation.

The foregoing approval of the Surviving Corporation to Exchange Securities with the Merging Corporation on a one-for-one (1:1) basis, with the same relative rights and preferences, has been duly approved by the required vote of shareholders of the Surviving Corporation in accordance with Section 607.1101, Florida Corporations Code. The total number of outstanding shares of the corporation is 1,000. The number of shares voting in favor to exchange securities with the Merging Corporation equaled or exceeded the vote required. The percentage vote required was more than 50%. Voting to approve the resolution to exchange securities of the Merging Corporation with the Surviving Corporation was 100%. Furthermore, the Board of Directors of the Surviving Corporation unanimously adopted such plan to exchange securities with the Merging Corporation as specified in the Plan of Merger.

5. The Merging Corporation shall obtain approval of holders of a majority of its voting securities and approval of its Board of Directors to Adopt the Articles of Incorporation of the Surviving Corporation.

The foregoing approval to Adopt the Articles of Incorporation of the Surviving Corporation has been duly approved by the required vote of shareholders of the Merging Corporation in accordance with Section 1100, California Corporations Code. The total number of outstanding shares of the corporation is 32,269,561. The number of shares voting in favor to Adopt the Articles of Incorporation of the Surviving Corporation equaled or exceeded the vote required. The percentage vote required was more than 50%. The percentage of votes entitled to approve the resolution to Adopt the Articles of Incorporation of the Surviving Corporation was 93.93%. Furthermore, the Board of Directors of the Merging Corporation unanimously adopted such Articles of Incorporation of the Surviving Corporation as specified in the Plan of Merger.

6. The Articles of Incorporation of the Surviving Corporation shall be its Articles of Incorporation.

7. The name of the Surviving Corporation is American Pacific Rim Commerce Corp., a Florida Corporation.

8. An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the Board of Directors and holders of a majority of the voting securities of both the Merging Corporation and the Surviving Corporation.

9. An executed copy of the Plan of Merger is on file at the principal office of the Surviving Corporation at 6389 Toer Lane, Sarasota, Florida, 34240 and such executed Agreement of Merger or a copy thereof will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either the Surviving Corporation or the Merging Corporation.

10. The Plan of Merger of the Merging Corporation with and into the Surviving Corporation is permitted by the laws of the jurisdiction of organization of the Merging Corporation and has been authorized in compliance with said laws, by which the Merging Corporation is governed.

11. The outstanding shares of Surviving Corporation shall remain outstanding and are not affected by the merger.

12. The Merging Corporation shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.

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

Executed: September 5, 2012

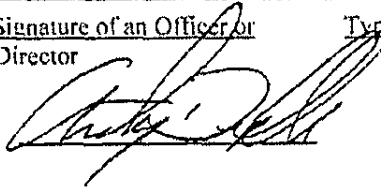
SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or
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Typed or Printed Name of Individual & Title

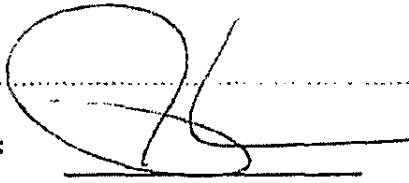
Surviving Corporation,
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Commerce Corp.



By: Anthony DeLoach
Its: President & Secretary

Merging Corporation,
(a California Corporation):

American Pacific Rim
Commerce Group



By: Raymond J. Talarico
Its: President & Secretary

Subscribed and sworn to before me a notary public in the State of Florida this 11 day
of September 2012.

Michael St. Leger
(Notary-print name)

My Commission Expires: 09/12/14



MICHAEL ST. LEGER
NOTARY PUBLIC
STATE OF FLORIDA
Comm# EE027421
Expires 9/19/2014