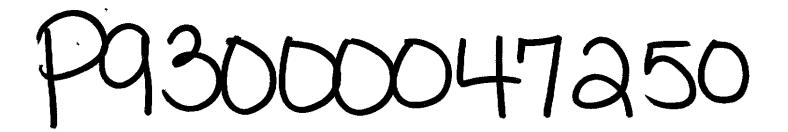
PO PO City/State	Westor's Name  Sox 3350  Address 813-124-0816  A 33601  Zip Phone #	12,5C  ONUSION OF CORPORATION  Office Use Only	
CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):			
2(Corp. 3(Corp.	poration Name) (Docume (Docume (Docume)) (Docume (Docume)) (Docume)	SUUUU23 7268 -12/16/970100 	
Walk in	Pick up time	Certified Copy	-
Mail out	Will wait Photocopy	Certificate of Status	
Profit NonProfit Limited Liability Definestication Other  OTHER FILINGS Annual Report Fictitious Name Name Reservation	AMENDMENTS  Amendment  Resignation of R.A., Officer/ Director  Change of Registered Agent  Dissolution/Withdrawal  Merger  REGISTRATION/  QUALUFICATION  Foreign  Upcale  Limited Partnetship, er  ReinstatementAcknowlerio	SA &	
		Evaminer's Initials	



## ARTICLES OF MERGER Merger Sheet

MERGING:

TOTEM AMALGAMATED, INC., a New York corporation not authorized to transact business in Florida

INTO

TOTEM AMALGAMATED, INC., a Florida corporation, P93000047250

File date: December 16, 1997

Corporate Specialist: Annette Hogan

### ARTICLES OF MERGER

Totem Amalgamated, Inc., a New York Corporation into

Totem Amalgamated, Inc a Florida Corporation

ALARAS CONTRACTOR AND ALARAS CONTRACTOR OF THE PARTY OF T Pursuant to the laws of Florida, §607.1107 Florida Statutes and the laws of New York §907 of the New York Business Corporation law, TOTEM AMALGAMATED, Inc., a New York Corporation and Totem Amalgamated, Inc., a corporation organized under the laws of the State of Florida with its principal, office located at 2640 NW Terrace, Coral Springs, Florida have adopted the following articles of merger for the purpose of merging the New York corporation into the Florida corporation as permitted under the laws of both states.

#### RECITALS

- The total number of shares of stock which Totem Amalgamated, Inc the Florida Corporation is authorized to issue is 1000 shares of common voting stock assigned a par value of value of \$5.00 per share
- The total number of shares of stock which TOTEM AMALGAMATED, Inc., the New York Corporation is authorized to issue is 200 shares of common stock without par
- C. The boards of directors of the respective corporations deem it desirable and in the best interest of the corporations deem it desirable and in the best interest of the corporations and their shareholders that TOTEM AMALGAMATED, Inc. the New York Corporation be merged into Totem Amalgamated, Inc., the Florida Corporation.

Pursuant to § 607.1101 & 607.1107 Florida Statutes, and § 907 New York Business Corporation Law the above named corporations are merged into Totem Amalgamated, Inc., the Florida Corporation, the method of carrying it into effect, and the manner of converting the shares of TOTEM AMALGAMATED, Inc., the New York Corporation into shares or other securities of Totem Amalgamated, Inc., the Florida Corporation, as hereinafter set forth.

#### SECTION ONE

Totem Amalgamated, Inc., the Florida Corporation to be SURVIVING CORPORATION

Totem Amalgamated, Inc., the New York Corporation shall be merged into Totem Amalgamated, Inc., the Florida Corporation which was incorporated on July 7th 1993 by the state of Florida. The corporate existence of Totem Amalgamated, Inc., the New York Corporation shall cease and the corporate existence of Totem Amalgamated, Inc., the Florida Corporation shall continue under the same name, and Totem Amalgamated, Inc., the Florida Corporation shall become the owner, without other transfer, of all the rights and property of the constituent corporations, and Totem Amalgamated, Inc., the Florida Corporation shall become subject to all the debts and liabilities of the constituent corporations in the same manner as if Totem

Amalgamated, Inc., the Florida Corporation had itself incurred them. The surviving corporation has never done business in the state of New York and shall not do business in that state until an application for authority has been submitted and approved by the State of New York

### SECTION TWO PRINCIPAL OFFICE

The principal office of Totem Amalgamated, Inc., the Florida Corporation shall remain the principal office of the corporation following merger.

## SECTION THREE OBJECTIVES AND PURPOSES

The nature of the business and the objects and purposes proposed to be transacted, promoted, and carried on by the corporation following the merger, are as follows: The amalgamation, simplification and modernization of the two corporations at a central location. The surviving corporation

## SECTION FOUR ARTICLES OF INCORPORATION

The Articles of incorporation of Totem Amalgamated, Inc., the Florida Corporation shall on the effective date of the merger shall be governing instrument of the corporation without amendment.

### SECTION FIVE BY LAWS

The By-Laws of Totem Amalgamated, Inc., the Florida Corporation shall on the effective date of the merger be the governing instrument of the corporation without amendment.

## SECTION SIX NAMES AND ADDRESS OF DIRECTOR

Following the merger Karen Callahan whose address is 2640 NW Terrace, Coral Springs, Florida 33065 shall remain as the sole director of the surviving corporation and shall hold office until the first annual meeting of the surviving corporation. Her address is the principal address of the corporation. The sole shareholder of each corporation has approved the merger and thereby waives in dissenting rights to compensation.

# SECTION SEVEN METHOD OF CONVERTING SHARES

The shares of the constituent corporations shall, without any other action on the part of the respective holders thereof, become and be converted into shares of stock of Totem Amalgamated, Inc. the Florida Corporation, the nonsurving corporation's stock shall be canceled and there shall be no change in the number of shares nor the characteristics of the common stock of the surviving corporation.

### SECTION EIGHT EFFECTIVE DATE OF MERGER

These Articles were approved at a joint meeting of the stockholder and director of both corporations agreement in the manner provided by the laws of Florida and New York and upon approval of the stockholder shall become effective at the earliest date authorized by law after the filing of the certificate of merger.

#### SERVICE OF PROCESS

The surviving corporation agrees that it may be served with process in the state on New York in any proceeding for the enforcement of any obligation enforceable in New York and has irrevocably appoints the Secretary of State of the state of New York as its agent for the receipt of process in any such proceeding in addition to the registered agent designated for service in Florida.

IN WITNESS WHEREOF The director of the constituent corporations has executed this agreement of merger.

KAREN CALLAHAN, sole director of Totem Amalgamated, Inc of New York KAREN CALLAHAN, sole director

Totem Amalgamated, Inc of Florida

#### ACKNOWLEDGMENT

State of Florida County of Dade

Karen Callahan the sole stockholder and director of the corporations named above who is personally known to me appeared before me and acknowledged under oath that the foregoing instrument was executed by her for the purposes stated therein this day of November, 1997

Notary Public

State of Florida at Large D. GALL ADAMS

Print name

