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DIVISION OF CORPORATIONS

MERGER OR SHARE EXCHANGE

HF Container, LLC

Certificate of Status	0
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Page Count	09
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\$90.00

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10-30-03

ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.203, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

Name and Street Address	Jurisdiction	Entity Type
1. HF Container, Inc. P.O. Box 48808, 55 Enterprise Blvd. Atlanta, GA 30336	Florida	Corporation
Florida Document/Registration Number: P93000062882		FBI Number: 65-0453888
2. HF Container, LLC P.O. Box 43625, 55 Enterprise Blvd. Atlanta, GA 30336	Delaware	LLC
Florida Document/Registration Number:		FBI Number: Applied for
3.		
Florida Document/Registration Number:		FBI Number:
4.		
Florida Document/Registration Number:		FBI Number:

(Attach additional sheet(s) if necessary)

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

Name and Street Address	Jurisdiction	Entity Type
HP Container, LLC	Delaware	LLC
66 Enterprise Drive		
Atlanta, GA 30338		
Florida Document/Registration Number:		FBI Number Applied for

THIRD: The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, 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, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

EIGHTH: 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.

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PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

FIRST: The exact name and jurisdiction of each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
HF Container, Inc.	Florida

SECOND: The exact name and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
HF Container, LLC	Delaware

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

(Attach additional sheet(s) if necessary)

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CLERK OF DISTRICT COURT
JANUARY 17, 2004

FOURTH:

- A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

Each issued share of the terminating corporation shall, upon the complete effective date of the merger, be canceled. The membership interest in the surviving entity shall not be converted or exchanged in any manner or any consideration be paid therefor, and each said membership interest which is issued as of the complete effective date of the merger shall continue to represent a membership interest in the surviving entity.

- B. The manner and basis of converting ~~rights to acquire~~ interests, shares, obligations or other securities of each merged party into ~~rights to acquire~~ interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

Not applicable

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FIFTH: If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the general partner(s) are as follows:

Name(s) and Address(es) of General Partner(s)

If General Partner is a Non-Individual,

Florida Document/Registration Number

SIXTH: If a limited liability company is the surviving entity the name(s) and address(es) of the manager(s) managing members are as follows:

Sole member:

Stronghaven, Incorporated
55 Enterprise Blvd.
Atlanta, GA 30338

SEVENTH: All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows:

The merger and the Plan of Merger have been adopted and approved in accordance with the provisions of Section 18-208 of the Delaware Limited Liability Company Act.

EIGHTH: Other provisions, if any, relating to the merger:

(Attach additional sheet(s) if necessary)

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

AGREEMENT OF MERGER

OF

HF CONTAINER, INC.

AND

HF CONTAINER, LLC

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AGREEMENT OF MERGER entered into on October 29, 2003 by HF Container, Inc. and HF Container, LLC as approved by the Board of Directors and the sole member of each of said entities, respectively:

FIRST: HF Container, Inc., which is a corporation incorporated in the State of Florida, and which is sometimes hereinafter referred to as the "terminating corporation", shall be merged with and into HF Container, LLC, which is a limited liability company organized in the State of Delaware, and which is sometimes hereinafter referred to as the "surviving entity". The laws of the jurisdiction of incorporation of the terminating corporation permit the merger of a business corporation of said jurisdiction with and into a limited liability company of another jurisdiction.

SECOND: The separate existence of the terminating corporation shall cease upon the effective date of the merger in accordance with the provisions of the laws of the jurisdiction of incorporation of said corporation.

THIRD: The surviving entity shall continue its existence under its present name pursuant to the provisions of the Delaware Limited Liability Company Act.

FOURTH: The Certificate of Formation of the surviving entity upon the effective date of the merger in the State of Delaware shall be the Certificate of Formation of said surviving entity and shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the Delaware Limited Liability Company Act.

FIFTH: The Limited Liability Company Agreement of the surviving entity upon the effective date of the merger in the State of Delaware shall be the Limited Liability Company Agreement of said surviving entity and shall continue in full force and effect until changed, altered or amended as therein provided and in the manner prescribed by the provisions of the Delaware Limited Liability Company Act.

DE-LLC-Standard merger

SIXTH: The sole member of the surviving entity upon the effective date of the merger in the State of Delaware shall continue to be the sole member the surviving entity, who shall hold its membership interest until otherwise terminated in accordance with the Limited Liability Company Agreement of the surviving entity.

SEVENTH: Each issued share of the terminating corporation shall, upon the complete effective date of the merger, be canceled. The membership interest in the surviving entity shall not be converted or exchanged in any manner or any consideration be paid therefor, and each said membership interest which is issued as of the complete effective date of the merger shall continue to represent a membership interest in the surviving entity.

EIGHTH: In the event that the merger herein provided for shall have been fully authorized in accordance with the provisions of the laws of the jurisdiction of incorporation of the terminating corporation and in accordance with the provisions of the Delaware Limited Liability Company Act, the terminating corporation and the surviving entity hereby agree that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Delaware, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.


NINTH: The Board of Directors and the proper officers of the terminating corporation and the sole member of the surviving entity, respectively, are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Agreement of Merger or of the merger herein provided for.

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DELAWARE SECRETARY OF STATE

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Executed on this 29th day of October, 2003.

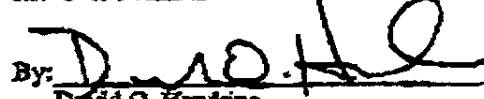
HF CONTAINER, INC.

By: 
David O. Hawkins
Vice President

Executed on this 29th day of October, 2003.

HF CONTAINER, LLC

By: Stronghaven, Incorporated
Its: Sole Member

By: 
David O. Hawkins
Vice President

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