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3/25/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: CORPORATE CREATIONS INTERNATIONAL INC.
CONTACT: JOHNNY C RODRIGUEZ
PHONE: (305)672-0686

ACCT#: 073171003004

FAX #: (305)672-9110

NAME: NORMCO INTERNATIONAL INC.

AUDIT NUMBER.....H97000004983

DOC TYPE.....MERGER OR SHARE EXCHANGE

CERT. OF STATUS..1

PAGES..... 4

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Merger
3-28-97
DC

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ARTICLES OF MERGER
Merger Sheet

MERGING:

NORMCO INTERNATIONAL INC., a Florida corporation, P94000009724

INTO

NORMCO INTERNATIONAL INC.. a Texas corporation not qualified in Florida

File date: March 28, 1997

Corporate Specialist: Darlene Connell

Account number: 073171003004

Account charged: 7.50

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Articles of Merger
of
Normco International Inc.
(a Florida corporation)
into
Normco International Inc.
(a Texas corporation)

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TALLAHASSEE
FLORIDA

1. Normco International Inc., a Florida corporation (the "Disappearing Corporation"), shall be merged with and into Normco International Inc., a Texas corporation (the "Surviving Corporation"), pursuant to the terms of the attached Plan of Merger. The Disappearing Corporation and the Surviving Corporation are collectively referred to as the "Constituent Corporations."

2. The merger shall become effective on the day that Articles of Merger and/or a Certificate of Merger are filed in the state of incorporation for each of the Constituent Corporations, but no later than 90 days after the date on which these Articles of Merger are filed.

3. The attached Plan of Merger was adopted and approved by the shareholders of each of the Constituent Corporations on March 25, 1997.

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Corporate Creations International Inc.
401 Ocean Drive, Suite 312
Miami Beach, FL 33139
(305) 672-0686

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These Articles of Merger have been executed on behalf of the Constituent
Corporations by their authorized officers as of March 25, 1997.

Normco International Inc.,
a Florida corporation

By:  _____

Name: David Aragon
Title: President

Normco International Inc.,
a Texas corporation

By:  _____

Name: David Aragon
Title: President

Corporate Creations International Inc.
401 Ocean Drive, Suite 312
Miami Beach, FL 33139
(305) 672-0888

H97000004983



Plan of Merger
-between
Normco International Inc.
(a Florida corporation)
and
Normco International Inc.
(a Florida corporation)

Plan of Merger adopted on March 25, 1997 by the Board of Directors of Normco International Inc., a Florida corporation (the "Disappearing Corporation"), and Normco International Inc., a Texas corporation (the "Surviving Corporation"). The Disappearing Corporation and the Surviving Corporation are collectively referred to as the "Constituent Corporations."

1. In accordance with the provisions of this Plan of Merger, the Disappearing Corporation shall be merged with and-into the Surviving Corporation, the separate and corporate existence of the Disappearing Corporation shall cease, and the Surviving Corporation shall continue its corporate existence under the laws of its state of incorporation under its present name.
2. The merger shall become effective on the day that Articles of Merger and/or a Certificate of Merger are filed in the state of incorporation for each of the Constituent Corporations, but no later than 90 days after the date on which the Articles of Merger are filed in Florida (the "Effective Time").
3. The Surviving Corporation shall possess and retain every interest in all assets and property of every description wherever located of each of the Constituent Corporations. All rights, privileges, immunities, powers, franchises and authority of each of the Constituent Corporations shall be vested in the Surviving Corporation without further act or deed. The title to or any interest in any real estate vested in either of the Constituent Corporations shall not revert or in any way be impaired by reason of the merger. All obligations belonging to or due to each of the Constituent

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Corporations shall be vested in the Surviving Corporation without further act or deed. The Surviving Corporation shall be liable for all of the obligations of each of the Constituent Corporations existing as of the Effective Time.

4. At the Effective Time, by virtue of the merger and without any action on the part of the parties or otherwise: (a) each issued and outstanding share of the capital stock of the Disappearing Corporation shall be canceled without payment of any consideration and without any conversion and (b) each issued and outstanding share of capital stock of the Surviving Corporation shall remain issued and outstanding.

Normco International Inc.,
a Florida corporation



David Aragon, Director

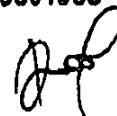
Normco International Inc.,
a Texas corporation



David Aragon, Director

Corporate Creations International Inc.
401 Ocean Drive, Suite 312
Miami Beach, FL 33139
(305) 672-0688

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TOTAL P.04