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MERGER OR SHARE EXCHANGE

TRANSPORTATION CONSULTING SERVICES, INC.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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ARTICLES OF MERGER
OF
BILMAR EXPRESS, INC.,
a Florida profit corporation,
INTO
TRANSPORTATION CONSULTING SERVICES, INC.,
a Florida profit corporation.

The undersigned corporations, desiring to effect a merger, set forth the following facts:

ARTICLE I
Surviving Corporation

The name and jurisdiction of the corporation surviving the merger is TRANSPORTATION CONSULTING SERVICES, INC., (the "Surviving Corporation") and such name has not been changed as a result of the merger. The Surviving Corporation is a Florida profit corporation incorporated on August 25, 1994, Document # P94000063726.

ARTICLE II
Merging Corporation

The name and jurisdiction of the corporation merging into the Surviving Corporation is BILMAR EXPRESS, INC. (the "Merging Corporation"). The Merging Corporation is a Florida profit corporation incorporated on February 25, 1993, Document # P93000014161.

ARTICLE III
Plan of Merger

The Plan of Merger of the Merging Corporation into the Surviving Corporation (the "Plan of Merger") is attached hereto as "Exhibit A" and made a part hereof.

ARTICLE IV
Effective Time

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

ARTICLE V
Manner of Adoption by the Surviving Corporation

The Plan of Merger was adopted by the all of the shareholders and the Board of Directors

of the surviving corporation by a joint unanimous written consent, dated September 4, 2003.

ARTICLE VI
Manner of Adoption by the Merging Corporation

The Plan of Merger was adopted by the all of the shareholders and the Board of Directors of the merging corporation by a joint unanimous written consent, dated September 4, 2003.

IN WITNESS WHEREOF, the Surviving Corporation and the Merging Corporation have caused these Articles of Merger to be signed by their duly authorized officers as of September 4th, 2003.

BILMAR EXPRESS, INC.,
a Florida corporation

By: 
Billy J. Montgomery, President

ATTEST:

By: 
Billy J. Montgomery, Secretary

TRANSPORTATION
CONSULTING SERVICES, INC.,
a Florida corporation

By: 
Billy J. Montgomery, President

ATTEST:

By: 
Billy J. Montgomery, Secretary

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PLAN AND AGREEMENT
OF
STOCK FOR STOCK MERGER "A"

The following plan of merger is submitted in compliance with section 607.1101 F.S. 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>Transportation Consulting Services, Inc.</u>	<u>Florida</u>

Second: The name and jurisdiction of the merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>Bilmar Express, Inc.</u>	<u>Florida</u>

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

The sole shareholder of the merging corporation, Billy J. Montgomery, agrees to transfer to the surviving corporation on the closing date, subject to the terms and conditions set forth in this Agreement, free and clear of all liens, encumbrances, equities, and claims, Fifty (50) shares of issued and outstanding of capital stock of the merging corporation. The surviving corporation agrees to accept the transfer from Shareholder of said shares, subject to the terms and conditions of this Agreement, and to issue in exchange Fifty (50) shares of fully paid and nonassessable shares of the surviving corporation to such sole shareholder, which shares are exempt from registration under the Security Act of 1933 and the requirements of the state of Florida's "Blue Skies" laws in connection with the issuance and delivery of such shares.

Fourth: The closing date shall be September 4, 2003, at 5:01 p.m. At the closing:

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A. The surviving corporation shall deliver to Shareholder duly issued certificates in the name of Shareholder representing fifty shares (50) of Common Stock to be delivered pursuant to Paragraph Third of this Agreement.

B. Shareholder shall deliver to the surviving corporation the stock certificates duly endorsed in appropriate form for transfer, together with such instruments of transfer as necessary or desirable for transferring and assigning to the surviving corporation good and marketable title to Fifty (50) of issued and outstanding capital stock of the merging corporation, free and clear of all liens, encumbrances, equities, and claims.

C. Bilmar Express, Inc. shall be merged into Transportation Consulting Services, Inc., and shall cease existence. All assets of Bilmar Express, Inc. shall become the property of Transportation Consulting Services, Inc. and all liabilities of Bilmar Express, Inc. shall be assumed by Transportation Consulting Services, Inc., and Transportation Consulting Services, Inc. shall be the surviving Corporation in accordance with F.S. 607.1101, et seq.

D. Transportation Consulting Services, Inc. shall continue and shall ratify and reconfirm the election to be taxed under Sub-Chapter S of the Internal Revenue Code as amended.

Fifth: This Agreement shall be binding upon and shall inure to the benefit of the undersigned parties, their respective successors, and permitted assigns.

Sixth: The Agreement shall be controlled, construed, and enforced in accordance with the laws of the state of Florida.

IN WITNESS WHEREOF, on the date first above written, the parties have hereunto set their signatures.

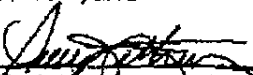
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BILMAR EXPRESS, INC.

By: 
Billy J. Montgomery, President and
Sole Shareholder

TRANSPORTATION CONSULTING
SERVICES, INC.

By: 
Billy J. Montgomery, President and
Sole Shareholder

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