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| PICK-UP WAIT MAIL | |
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| (Business Entity Name) | |
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| Certified Copies Certificates of Status | |
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| Special Instructions to Filing Officer: | |
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AUTHORIZATION BY PHONE TO COMPECT THE FLAP COLP INTO DATE DOC. EXAM



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H. D. Knitting, Inc. 7621 Northwest 37th Avenue Miami, Florida 33147 (305) 696-2800

June 5, 2003

Amendment Section Florida Division of Corporations PO Box 6327 Tallahassee, Florida 32314

Re: H.D. Knitting, Inc.

The enclosed merger and fee are submitted for filing. Please return all correspondence concerning this matter to the undersigned at the address shown above. If you should require further information regarding this matter please contact me at (305) 696-2800 or call our accountant, Joseph Plunkett, CPA at (305) 661-2866.

Very truly yours,

Abraham Kattan, President

ARTICLES OF MERGER

FILED

The following articles of merger are submitted in accordance with the Florida Business 16 PM 3: 12

Corporation Act, persuant to section 607.1105, F.S.

Corporation Act, persuant to section 607.1105, F.S.

First: The name of the surviving corporation:

Name

Jurisdiction

Document Number

H. D. Knitting, Inc.

Florida

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Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

Document Number

Sunlight Trading, Inc.

Florida

H04909

Third: The Plan or Merger is attached.

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

Fifth: The Plan of Merger was adopted by the shareholders of the surviving coporation on June 5, 2003.

Sixth: The plan of merger was adopted by the shareholders of the merging corporations on June 5, 2003.

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature

Printed Name of Individual & Title

H. D. Knitting, Inc.

Abraham Kattan, President

Sunlight Trading, Inc.

Abraham Kattan, President

PLAN OF MERGER

The following Plan orf 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 <u>surviving</u> corporation: | |
|---|---------------------------|
| Name | Jurisdiction |
| H. D. Knitting, Inc. | Florida |
| Second: The name and jurisdiction of | each merging corporation: |
| Name | Jurisdiction |
| | |
| Sunlight Trading, Inc. | Florida |

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

Sunlight Trading, Inc. shall merge into H. D. Knitting, Inc. As a result of this merger H. D. Knitting will thereafter own of all the assets formerly owned by Sunlight Trading, Inc. and shall therafter be liable for all debts and obligations of Sunlight Trading, Inc. On completion of the merger Sunlight Trading, Inc. shall cease its existence.

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 surving or any other corporation or, in whole or in part, in cash or other property are as follows:

Each shareholder of Sunlight Trading, Inc. shall exchange their shares of Sunlight Trading, Inc. for shares of H. D. Knitting, Inc. Said exchange of shares, when completed, will result in each of the former shareholders of Sunlight Trading, Inc. having the same proportion of the total outstanding shares of H. D. Knitting, Inc. following the merger as such shareholder held in Sunlight Trading, Inc. prior to the merger.