

Document Number Only

P95000013188

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

900002713249--8

-12/15/98--01077--023

*****70.00 *****70.00

Merger

Charter Investor Relations of North America, Inc.

into:

Millionaire Come A Nevada Corporation

FILED
98 DEC 15 PM 5:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☐ Profit

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☒ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Annual Report

☐ Fict. Filing

☐ Photo Copies

☐ Other

☐ Change of R.A.

☐ UCC-1 UCC-3

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ Will Wait

☐ After 4:30

☒ Pick Up

Name

Availability

12/17/98

Document
Examiner

ADR

Updater

ADR

Verifier

Acknowledgment

W.P. Verifier

Please Return Extra Copy(s)
Filed Stamp

Thanks, Melanie ☺

DEC 15 1998

RECEIVED
98 DEC 15 PM 12:54

CR2E031 (1-89)

ARTICLES OF MERGER
Merger Sheet

MERGING:

CHARTER INVESTOR RELATIONS OF NORTH AMERICA, INC., a Florida
corporation P95000013188

,

INTO

MILLIONAIRE.COM, a Nevada corporation not qualified in Florida.

File date: December 15, 1998

Corporate Specialist: Annette Ramsey

PLAN AND ARTICLES OF MERGER
OF
CHARTER INVESTOR RELATIONS OF NORTH AMERICA, INC.
A FLORIDA CORPORATION
INTO
MILLIONAIRE.COM
A NEVADA CORPORATION

98 DEC 15 PM 2:12
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED CORPORATIONS DO HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Charter Investor Relations of North America, Inc.	Florida
Millionaire.Com	Nevada

SECOND: That this plan of merger between the parties to the merger has been approved and adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Florida and Nevada Law whereupon the two constituent corporations shall be merged into a single corporation.

THIRD: The name of the surviving corporation of the merger is Millionaire.Com, a Nevada corporation.

FOURTH: That the Certificate of Incorporation of Millionaire.Com, a Nevada corporation, shall be the certificate of incorporation of the surviving corporation.

FIFTH: That an executed copy of this Plan and Articles of Merger is on file at the principal place of business of the surviving corporation. The address of said principal place of business for this purpose is 311 South State Street, Suite 440, Salt Lake City, Utah 84111.

SIXTH: That a copy of the plan of merger will be furnished on request and without cost to any stockholder of any constituent corporation.

SEVENTH:

(a) The terms and conditions of the merger are, and the manner and basis of converting shares of each corporation into shares of the surviving corporation are as

follows: upon effectiveness of the merger, all outstanding common shares of Charter Investor Relations of North America, Inc. (namely 1,100,000 shares) shall be converted to 3,300,000 common shares of Millionaire.Com on the basis of three shares of Millionaire.Com common stock for each outstanding share of common stock of Charter Investor Relations of North America, Inc. All outstanding shares of capital stock of Millionaire.Com (namely 1,000 shares) shall be canceled in the merger.

(b) The effective date of the merger shall be the date this document is filed with the Department of State of Florida.

The Florida corporation presently has 10,000,000 shares of common stock outstanding, (8,900,000 of which are to be canceled prior to the merger) of which 9,300,000 (93%) shares voted in favor of the merger and no shares voted against the merger effective November 23, 1998, by written consent. The Nevada corporation has 1,000 shares of common stock outstanding, all of which shares were voted in favor of the merger by written consent effective November 23, 1998.

CHARTER INVESTOR RELATIONS OF
NORTH AMERICA, INC., a Florida
corporation

By: Glen R. Ulmer
Glen Ulmer, President and Secretary

MILLIONAIRE.COM, a Nevada
corporation

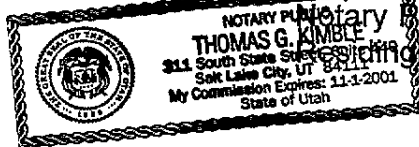
By: Glen R. Ulmer
Glen Ulmer, President and Secretary

STATE OF UTAH)
 : ss.
COUNTY OF SALT LAKE)

On this 14th of December 1998, before me, the undersigned officer, Glen Ulmer, known to me personally to be the President/Secretary of Charter Investor Relations of North America, Inc., and acknowledged to me that he, as an officer being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as an officer.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Nov 1, 2001
My Commission Expires:



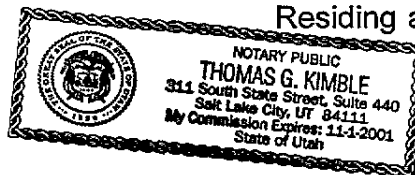
Thomas G. Kimble
Notary Public
Residing at: Salt Lake City, Utah

STATE OF UTAH)
 : ss.
COUNTY OF SALT LAKE)

On this 14th of December 1998, before me, the undersigned officer, Glen Ulmer, known to me personally to be the President/Secretary of Millionaire.Com and acknowledged to me that he, as an officer being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as an officer.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Nov 1, 2001
My Commission Expires:



Thomas G. Kimble
Notary Public
Residing at: Salt Lake City, Utah