

P 95000089523

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

AMTRADE SERVICES, INC., a North Carolina corporation, F92000000107

INTO

AMTRADE INTERNATIONAL, INC., a Florida corporation, P95000089523.

File date: December 31, 1996 , effective January 1, 1997

Corporate Specialist: Darlene Conneli

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

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ADDRESS

PHONE ()

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: *Am Trade International, Inc.*

	C.C. FEE.	DISBURSED
Apply for _____		
Art. of Amend. File		
Corp. Record Search		
Std. Partnership File		
Foreign Corp. File		
() Gen. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		

	EDD0002042455-3	
Name Reservation	12/31/95	01077-002
Annual Report/Reinstatement	****70.00	****70.00
Reg. Agent Service		
Document Filing		

Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		

UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 10% per Annum.THANK YOU
from
Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 31, 1996

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL

SUBJECT: AMTRADE INTERNATIONAL, INC.
Ref. Number: P95000089523

We have received your document for AMTRADE INTERNATIONAL, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The merger or share exchange should be signed by the chairman or vice chairman of the board of directors, the president or any other officer for each corporation involved in the merger or share exchange.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 296A00057911

Corrected

ARTICLES OF MERGER
OF
AMTRADE INTERNATIONAL, INC.

FILED
96 DEC 31 PM 4:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMTRADE INTERNATIONAL, INC., a Florida corporation (the surviving corporation), joined by AMTRADE SERVICES, INC., a North Carolina corporation (the absorbed corporation), qualified to do business in the State of Florida as a foreign corporation, adopt and file the following articles as their Articles of Merger:

ARTICLE I

AMTRADE INTERNATIONAL, INC. having been validly and legally formed under the laws of the State of Florida, has adopted a plan of merger whereby AMTRADE SERVICES, INC., a North Carolina corporation authorized to transact business in the State of Florida, will be merged into AMTRADE INTERNATIONAL, INC.

ARTICLE II

The name of the surviving corporation is AMTRADE INTERNATIONAL, INC.

ARTICLE III

An Agreement and Plan of Merger has been adopted by both of the undersigned corporations pursuant to Florida Statutes.

ARTICLE IV

The Plan of Merger will become effective on January 1, 1997.

ARTICLE V

No changes in the Articles of Incorporation of the surviving corporation, AMTRADE INTERNATIONAL, INC., have been made.

ARTICLE VI

The Plan of Merger was adopted by the Board of Directors of AMTRADE INTERNATIONAL, INC. on December 30, 1996. No approval by the shareholders was required.

ARTICLE VII

The Plan of Merger was adopted by the shareholders of AMTRADE SERVICES, INC. on December 30, 1996.

ARTICLE VIII

The Plan of Merger calls for an exchange of one (1) share certificate of the surviving corporation, AMTRADE INTERNATIONAL, INC. for every fifty (50) shares of the absorbed corporation, AMTRADE SERVICES, INC.

DATED the 30th day of December, 1996.

AMTRADE INTERNATIONAL, INC.

by: Jose O. Rodriguez
JOSE O. RODRIGUEZ
Director / PRESIDENT / CHAIRMAN

by: Ana Adriaola Rodriguez
ANA ADRIAZOLA-RODRIGUEZ
Director

AMTRADE SERVICES, INC.

by: Jose O. Rodriguez
JOSE O. RODRIGUEZ
President

by: Ana Adriaola Rodriguez
ANA ADRIAZOLA-RODRIGUEZ,
Secretary