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MERGING:

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PARCEL M-I, INC,, a Florida corporation, P94000030798

PARCEL M-II, INC., a Florida corporation, P95000075035

PARCEL D DEVELOPMENT, INC., a Florida corporation, P96000070408

PARCEL Y DEVELOPMENT, INC., a Florida corporation, P96000072069

PARCEL Z, INC., a Florida corporation, P94000002811

PARCEL Z-II, INC., a Florida corporation, P95000005242

PARCEL F, INC., a Delaware corporation not authorized to transact business in the State of Florida

*******THIS MERGER WAS FILMED TO DOCUMENT NUMBER P94000030798******

INTO

PARCEL ACQUISITION CORP.. a Delaware corporation not qualified in Florida

File date: March 15, 2000

Corporate Specialist: Darlene Connell