

CAPITAL CONNECTION INC

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

pg 7000012093

400002491834--0

-04/17/98--01026--002

****367.50 ****122.50

RTE Holdings Inc

Name	4/17/98
Availability	
Document Examiner	Don
Updater	Don
Update Verifier	Don
Acknowledgement	Don
W.P. Verifier	Don

file 3rd

#00789, 00524, 00544, 002672

Signature

Requested by:

Don 4/17/98 8:33

Name Date Time

Walk-In Will Pick Up

Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

FILED
98 APR 17 PM 4:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 APR 17 AM 9:06
DIVISION OF CORPORATION

ARTICLES OF MERGER
Merger Sheet

MERGING:

RTE HOLDINGS, INC., a Florida corporation P97000012104

INTO

AIRCRAFT MODULAR PRODUCTS, INC., a Florida corporation,
P97000012093.

File date: April 17, 1998

Corporate Specialist: Annette Hogan



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 17, 1998

Capital Connection, Inc.
417 E. Virginia Street
Suite 1
Tallahassee, FL 32302

SUBJECT: AIRCRAFT MODULAR PRODUCTS, INC.
Ref. Number: P97000012093

We have received your document for AIRCRAFT MODULAR PRODUCTS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please fill in the date of adoption in Article II (paragraphs A & B).

The name and title of the person signing the document must be noted beneath or opposite the signature.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 598A00020775

RECEIVED
98 APR 17 PM 3:23
DIVISION OF CORPORATIONS
Cor

STATE OF FLORIDA
ARTICLES OF MERGER
OF
RTE HOLDINGS INC.
A FLORIDA CORPORATION
INTO
AIRCRAFT MODULAR PRODUCTS, INC.
A FLORIDA CORPORATION

FILED
98 APR 17 PM 4:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1105 of the Florida Business Corporation Act, the undersigned corporations adopt the following articles of merger:

ARTICLE I

PARTIES. RTE Holdings, Inc., a Florida corporation and the sole shareholder of the outstanding capital stock of Aircraft Modular Products, Inc., and Aircraft Modular Products, Inc., a Florida corporation, have agreed to a merger (the "Plan of Merger") whereby RTE Holdings, Inc. will merge with and into Aircraft Modular Products, Inc. and the shareholders of RTE Holdings, Inc. will receive pro rata all of the outstanding shares of Aircraft Modular Products, Inc. Aircraft Modular Products, Inc. is the surviving corporation and RTE Holdings, Inc. is the disappearing corporation as it will merge into Aircraft Modular Products, Inc.

ARTICLE II

ADOPTION. A. The Plan of Merger was approved by the board of directors and, pursuant to Section 607.0704 of the Florida Business Corporation Act, by the shareholders of RTE Holdings, Inc. on April 16, 1998.

B. The Plan of Merger was adopted by the board of directors and, pursuant to Section 607.0704 of the Florida Business Corporation Act, by the shareholders of Aircraft Modular Products, Inc. on April 16, 1998.

ARTICLE III

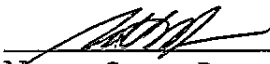
EFFECTIVE DATE. The merger will become effective on the date of filing of these Articles of Merger with the Secretary of State of the State of Florida.

ARTICLE IV

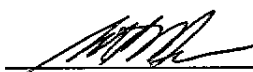
PLAN OF MERGER. The Plan of Merger provides for an exchange of shares in the corporations party to the merger effected in the following manner: All of the shares of RTE Holdings, Inc. will be surrendered to Aircraft Modular Products, Inc. and all shares so acquired shall be extinguished by virtue of the merger. The articles of incorporation of Aircraft Modular Products, Inc., as the surviving corporation, will not differ (except for amendments enumerated in Section 607.1002 of the Florida Business Corporation Act) from its articles before the merger. Thereupon, all of the outstanding shares of Aircraft Modular Products, Inc. will be issued to the former holders of all of the outstanding shares of RTE Holdings, Inc.

DATED: this 16 day of April, 1998.

RTE HOLDINGS, INC.

By: 
Name: Scott Dunn
Title: Vice President

AIRCRAFT MODULAR PRODUCTS, INC.

By: 
Name: Scott Dunn
Title: Vice President