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FLORIDA DIVISION OF CORPORATIONS 1:25 PM PUBLIC
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4000

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (904) 385-6735
(904) 561-1025

FAX #:

NAME: PETROLEUM SERVICES OF FLORIDA, INC. AUDIT NUMBER.....H98000001089 DOC
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DIVISION OF CORPORATIONS

Merger

01/20/98

DC

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ARTICLES OF MERGER
Merger Sheet

MERGING: -----

PETROLEUM SERVICES OF BROWARD, INC., a Florida corporation,
P95000009051

INTO

PETROLEUM SERVICES OF FLORIDA, INC., a Florida corporation,
P97000013038.

File date: January 20, 1998

Corporate Specialist: Darlene Connell

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (904)385-6735
(904)561-1025

FAX #:

NAME: PETROLEUM SERVICES OF FLORIDA, INC. AUDIT NUMBER.....H98000001089 DOC
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DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4000

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (904) 385-6735
(904) 561-1025

FAX #:

NAME: PETROLEUM SERVICES OF FLORIDA, INC. AUDIT NUMBER.....H98000001089 DOC
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FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF MERGER OF PETROLEUM SERVICES
OF BROWARD, INC. AND PETROLEUM SERVICES
OF FLORIDA, INC.**

EFFECTIVE DATE 01/15/98

THESE ARTICLES OF MERGER dated this 14th day of November 1997, by and between PETROLEUM SERVICES OF FLORIDA, INC., a Florida corporation (sometimes called "PSF"), and PETROLEUM SERVICES OF BROWARD, INC. (sometimes called "PSB"), the two corporations acting by their respective boards of directors and sometimes collectively referred to as the "constituent corporations."

WITNESSETH

WHEREAS, PSF is a corporation organized and existing under the laws of the State of Florida, having been incorporated on February 10, 1997. The principal office of the corporation in the State of Florida is located at 10214 NW 47th Street, Sunrise, Florida 33351, and its resident agent in charge is JAY SEEWALD upon whom legal process against PSF may be served in the State of Florida; and;

WHEREAS, The authorized capital stock of PSF consists of One Thousand (1,000) shares of the par value of \$1.00 per share, of which 1,000 shares are presently issued, 1,000 shares are outstanding, -0- shares are held in the treasury of PSF; and

WHEREAS, PSB is a corporation organized and existing under the laws of the State of Florida, having been incorporated on January 27, 1995. The principal office of the corporation in the State of Florida is located at 10214 NW 47th Street, Sunrise, Florida 33351 and its resident agent is Jay Seewald, upon whom legal process against PSB may be served in the State of Florida; and

WHEREAS, The authorized capital stock of PSB consists of five hundred (500) shares of common stock, par value \$1.00 per share, of which 500 shares are presently issued, -0- shares are outstanding, -0- shares are held in the treasury of PSB; and

WHEREAS, the resulting corporation, upon the filing of these Articles of Merger shall possess all the powers and property formerly possessed by PSB; and

WHEREAS, the respective boards of directors of PSF and PSB deem it desirable and in the best interests of the corporations and their stockholders that the corporations merge pursuant to

PREPARED BY. MICHAEL I. ROSE, P.A.
150 W. Flagler St. Suite 1525 Miami, Fl. 33130, Fla.Bar #138858
305-373-6300

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Chapter 607, Florida Statutes, and

WHEREAS Chapter 607 of the Florida Statutes confers upon the constituent corporations the right and power to merge; and

WHEREAS, on November 14, 1997 at a joint meeting the Board of Directors and Shareholders of PSF, a Merger Agreement was presented for consideration and was unanimously approved by the all of the Directors and Shareholders of said corporation; and

WHEREAS, on November 14, 1997 at a joint meeting the Board of Directors and Shareholders of PSB, a Merger Agreement was presented for consideration and was unanimously approved by the all of the Directors and Shareholders of said corporation; and

WHEREAS, the Boards of Directors of the constituent corporations have unanimously approved and adopted these Articles of Merger and have authorized and directed that they be filed of record with the Secretary of the State of Florida

NOW THEREFORE, the undersigned corporations do hereby adopt and present for filing these Articles of Merger:

ARTICLES I - NAMES

The names of the merging corporations are PETROLEUM SERVICES OF FLORIDA, INC., a Florida corporation and PETROLEUM SERVICES OF BROWARD, INC. the surviving corporation is PETROLEUM SERVICES OF FLORIDA, INC.

ARTICLE II - PLAN OF MERGER

A Merger Agreement was made and entered into between PETROLEUM SERVICES OF FLORIDA, INC., a Florida corporation and PETROLEUM SERVICES OF BROWARD, INC. on November 14, 1997 and approved by their respective Boards of Directors and Shareholders at meetings held on November 14, 1997.

ARTICLE III - EXCHANGE OF COMMON STOCK

The Common Stock of Petroleum Services of Broward, Inc. shall be exchanged for fifty percent (50%) of the Common Stock of Petroleum Services of Florida, Inc., thereafter all issued and

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outstanding Common Stock of Petroleum Services of Broward, Inc., shall be canceled.

ARTICLE IV - ARTICLES OF INCORPORATION

The Articles of Incorporation of PETROLEUM SERVICES OF FLORIDA, INC., and PETROLEUM SERVICES OF BROWARD, INC. have not been amended to effectuate the merger of said corporations.

IN WITNESS WHEREOF, the parties have hereunto set their hands and seals the day and year first above written.

PETROLEUM SERVICES OF BROWARD,
INC.

BY: Jay Seewald
JAY SEEWALD, as its President

PETROLEUM SERVICES OF FLORIDA,
INC.

BY: Jay Seewald
JAY SEEWALD, as its President

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