

CAPITAL CONNECTION, INC.

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

P97000039842

Supreme Promotions & Co, Inc.

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-08/22/00--01011--016
*****70.00 *****70.00

- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☒ Merger File Photo
- ☐ 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

*Merger
8-22-00
PAT*

Signature _____

Requested by: CD

Name

Date

Time

Walk-In

Will Pick Up

RECEIVED
00 AUG 22 AM 10:20

**ARTICLES OF MERGER
Merger Sheet**

MERGING:

SUPREME PROMOTIONS & CO., INC., a Florida corporation, P99000072565

INTO

MILLENIUM NATIONAL EVENTS, INC., a Florida entity, P97000039842.

File date: August 22, 2000

Corporate Specialist: Doug Spitler

ARTICLES OF MERGER

OF

SUPREME PROMOTIONS & CO., INC.
(a Florida corporation)

INTO

MILLENIUM NATIONAL EVENTS, INC.
(a Florida corporation)

FILED

00 AUG 22 PM 12:06

CLERK OF STATE
TALLAHASSEE, FLORIDA

Pursuant to section 607.1105 of the Florida Business Corporation Act, Supreme Promotions & Co., Inc., a Florida corporation, and Millenium National Events, Inc., a Florida corporations, certify that:

- First:** The name and state of the constituent corporations of the merger are:
- | | |
|---------------------------------|----------------------------|
| Supreme Promotions & Co., Inc. | A Florida corporation, and |
| Millenium National Events, Inc. | A Florida corporation |
- Second:** An agreement and plan of merger dated July 11, 2000, between Supreme Promotions & Co., Inc. and Millenium National Events, Inc. (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by shareholders of each constituent corporations in accordance with the requirements of section 607.1101 of the Florida Business Corporation Act.
- Third:** The name of the corporation that survives the merger is Millenium National Events, Inc. (the "surviving corporation").
- Fourth:** The certificate of incorporation of Millenium National Events, Inc. is the certificate of incorporation of the surviving corporation.
- Fifth:** The executed Merger Agreement is on file at the office of the surviving corporation located at 6875 N.W. 15th Street, Plantation, FL 33313.
- Sixth:** The surviving corporation will furnish a copy of the Merger Agreement upon request and without charge to any stockholder of any constituent corporation.

Seventh: This certificate of merger is effective when it is filed in the office of the Secretary of State of the State of Florida.

WHEREFORE, the undersigned has caused this certificate to be executed this 11th day of July, 2000.

Supreme Promotions & Co., Inc.

Millenium National Events, Inc.

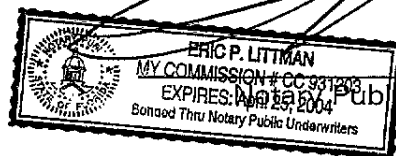
By: Robert McAllister
Robert McAllister, President

By: Mitchell S. Steinberg
Mitchell S. Steinberg, President

STATE OF FLORIDA
COUNTY OF DADE

Sworn to and subscribed before me this ____ day of July, 2000, by Mitchell S. Steinberg, as President of Millenium National Events, Inc. and Robert McAllister as President of Supreme Promotions & Co., Inc. who are personally known to me or who provided an identification.

Commission Expires:



Plan of merger
MERGER AGREEMENT

This agreement of merger is made this 11th day of July 2000, by and between Millenium National Events, Inc., a Florida corporation with its principal place of business at 6875 N.W. 15th Street, Plantation, FL 33313. ("the Surviving Corporation"), and Supreme Promotions & Co., Inc., a Florida corporation with its principal place of business at 5266 N.W. 114th Avenue, Unit 303, Miami, FL 33178. ("the Absorbed corporation").

RECITALS

1. Millenium National Events, Inc. is a corporation duly organized and existing under the laws of the State of Florida, with its principal place of business at 6875 N.W. 15th Street, Plantation, FL 33313

2. Millenium National Events, Inc. has a capitalization of 200,000,000 authorized shares of common stock, having a par value of \$.0001 per share, of which 5,000 shares are issued.

3. Supreme Promotions & Co., Inc., is a corporation duly organized and existing under the laws of the State of Florida with its principal place of business at 5266 N.W. 114th Avenue, Unit 303, Miami, FL 33178.

4. Supreme Promotions & Co., Inc. has a capitalization of 5,000 authorized shares of common stock, having no par value per share of which 5,000 shares are issued and outstanding.

5. The boards of directors of the constituent corporations deem it desirable and in the best interests of the corporations and their shareholders that Supreme

Promotions & Co., Inc. be merged into Millenium National Events, Inc. in accordance with Florida Statute 607.1101 in order that the corporation qualify as a "reorganization" within the meaning of Section 368(a)(1)(A) of the Internal Revenue Code and Florida Statute 607.1101.

In consideration of the mutual covenants, and subject to the terms and conditions hereinafter set forth, the constituent corporations agree as follows:

SECTION ONE - MERGER

6. Supreme Promotions & Co., Inc. shall merge into Millenium National Events, Inc., which shall be the surviving corporation.

SECTION TWO - TERMS AND CONDITIONS

7. On the effective date of the merger, the separate existence of the absorbed corporation shall cease, and the surviving corporation shall succeed to all the rights, privileges, immunities, and franchises, and all the property: real, personal, and mixed, of the absorbed corporation, without the necessity for any separate transfer. The surviving corporation shall thereafter be responsible and liable for all liabilities and obligations of the absorbed corporation, and neither the rights of creditors nor any liens on the property of the absorbed corporation shall be impaired by the merger.

8. On the effective date, the separate existence of Supreme Promotions & Co., Inc. shall cease, and Millenium National Events, Inc. shall be fully vested in Supreme Promotions & Co., Inc. rights, privileges, immunities, powers and franchises, subject to its restrictions, liabilities, disabilities, and duties, all as more particularly set forth in Florida Statute 607.1106.

9. If at any time after the effective date Millenium National Events, Inc. shall determine that any further conveyances, agreements, documents, instruments, and assurances or any further action is necessary or desirable to carry out the provisions of this agreement, the appropriate officers of Millenium National Events, Inc. or Supreme Promotions & Co., Inc., as the case may be, whether past or remaining in office, shall execute and deliver, upon the request of Millenium National Events, Inc., any and all proper conveyances, agreements, documents, instruments, and assurances and perform all necessary or proper acts to vest, perfect, confirm, or record such title thereto in Millenium National Events, Inc., or to otherwise carry out the provisions of this agreement.

10. After the effective date of the merger, each holder of certificates for shares of Supreme Promotions & Co., Inc. shall surrender them to Millenium National Events, Inc. in such manner as Millenium National Events, Inc. shall legally require. On receipt of such certificates, Millenium National Events, Inc. shall issue and exchange therefor certificates for shares of Millenium National Events, Inc., representing the number of shares of such stock to which such holder is entitled as provided for herein. Holders of certificates of shares of Supreme Promotions & Co., Inc. shall not be entitled to dividends payable on shares of stock in the surviving corporation until certificates have been issued to such shareholders. Thereafter, each such shareholder shall be entitled to receive any dividends on shares of the surviving corporation issuable to them hereunder that may have been declared and paid between the effective date of the merger and the issuance to such shareholder of the certificate for such shares in the

surviving corporation.

SECTION THREE - CONVERSION OF SHARES

11. The manner and basis of converting the shares of the absorbed corporation into shares of the surviving corporation is as follows:

A. For each share of Supreme Promotions & Co., Inc. owned prior to the Merger, such shareholder will receive one share of Millenium National Events, Inc.

B. All shares of Millenium National Events, Inc. stock into which shares of Supreme Promotions & Co., Inc. stock shall have been converted and become exchangeable for pursuant to this agreement shall be deemed to have been paid in full satisfaction of such converted shares.

C. Fractional shares of Millenium National Events, Inc. stock will not be issued. Former holders of Supreme Promotions & Co., Inc. who would be entitled to receive fractional shares of Millenium National Events, Inc. on the effective date, if any, shall receive in lieu thereof cash in an amount determined as follows: one dollar (\$1.00) for each fractional share.

SECTION FOUR - ARTICLES OF INCORPORATION

12. The Articles of Incorporation of the surviving corporation shall continue to be its Articles of Incorporation following the effective date of the merger.

SECTION FIVE - BY-LAWS

13. The by-laws of the surviving corporation shall continue to be its bylaws following the effective date of the merger.

SECTION SIX - DIRECTORS AND OFFICERS

14. The directors and officers of the surviving corporation as of the date of the merger, shall be:

Mitchell S. Steinberg, President and Director
Robert McAllister, Secretary and Director

SECTION SEVEN - APPROVAL OF SHAREHOLDERS

15. This agreement of merger shall be submitted for the approval of the shareholders of the constituent corporations in the manner provided by applicable law at meetings to be held at such time as the boards of directors of the constituent corporations may agree.

SECTION EIGHT - EFFECTIVE DATE

16. The effective date of this merger shall be the date when a certificate of merger is filed with the Florida Secretary of State and Secretary of State of Nevada.

SECTION NINE - ABANDONMENT OF MERGER

17. This agreement of merger may be abandoned by action of the board of directors of either the surviving or the absorbed corporation at any time prior to the effective date on the happening of either of the following events:

A. If the merger is not approved by the shareholders of either of the constituent corporations, or

B. If, in the judgment of the board of directors of either of the constituent corporations, the merger would be impracticable due to the number of dissenting shareholders asserting appraisal rights under applicable state law.

SECTION TEN - EXECUTION OF AGREEMENT

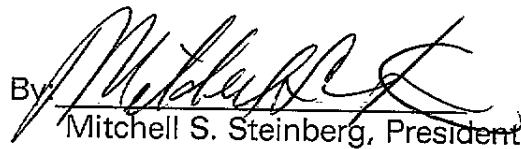
18. This agreement of merger may be executed in any number of counterparts, and each such counterpart shall constitute an original instrument.

EXECUTED on behalf of the parties by their officers, and sealed with their corporate seals, respectively, pursuant to the authorization of their respective boards of directors on the date first written above.

Supreme Promotions & Co., Inc.

Millenium National Events, Inc.

By: 
Robert McAllister, President

By: 
Mitchell S. Steinberg, President