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04 SEP 28 AM 9:32
TALLAHASSEE, FLORIDA
STATE

merged
MD 10/17

ARTICLES OF MERGER

OF

GLENN WRIGHT CONSTRUCTION, INC.
(a Florida corporation)

WITH AND INTO

GLENN WRIGHT CONSTRUCTION & DEVELOPMENT, INC.
(a Florida corporation)

FILED
04 SEP 28 AM 9:32
STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1105 of the Florida Business Corporation Act (the "Act"), GLENN WRIGHT CONSTRUCTION, INC., a Florida corporation, and GLENN WRIGHT CONSTRUCTION & DEVELOPMENT, INC., a Florida corporation, hereby execute and adopt the following Articles of Merger as of January 1, 2001 and certify as follows:

1. The names of the corporations which are parties to the merger contemplated by these Articles of Merger (the "Merger") are Glenn Wright Construction, Inc. and Glenn Wright Construction & Development, Inc. Glenn Wright Construction & Development, Inc. is the surviving corporation in the Merger.
2. A copy of the Plan of Merger is attached hereto as Exhibit "A" and is incorporated herein by reference as if fully set forth herein.
3. The Plan of Merger was approved by the Board of Directors and the shareholders of each corporation on January 1, 2001.
4. The effective date of the Merger shall be the date of filing of these Articles of Merger with the Department of State of the State of Florida in accordance with Sections 607.1105 and 607.1106 of the Act.

IN WITNESS WHEREOF, the parties have caused these Articles of Merger to be executed as of the date first above written.

GLENN WRIGHT CONSTRUCTION, INC.

By: CEW
Glenn Wright, President

GLENN WRIGHT CONSTRUCTION &
DEVELOPMENT, INC.

By: CEW
Glenn Wright, President

PLAN OF MERGER

This Plan of Merger (the Plan) is entered into as of Jan 1, 2007 by and between Glenn Wright Construction & Development, INC., a Florida corporation (the Surviving Corporation), and Glenn Wright Construction, INC., a Florida corporation (the Merged Corporation).

RECITALS

The boards of directors and shareholders of the Surviving Corporation and the Merged Corporation have determined that it is advisable and in the best interests of each such corporation and its respective shareholders that Merged Corporation be merged with and into Surviving Corporation (the Merger) on the terms and subject to the conditions set forth herein.

ARTICLE I **The Merger**

At the Effective Time (as defined in Article V hereof), Merged Corporation shall be merged with and into Surviving Corporation in accordance with the Florida Business Corporation Act, and the separate existence of Merged Corporation shall cease and Surviving Corporation shall thereafter continue as the surviving corporation under the laws of the State of Florida.

ARTICLE II **The Surviving Corporation**

1. At the Effective Time, the Articles of Incorporation of Merged Corporation, as in effect immediately prior to the Effective Time, shall be the Articles of Incorporation of the Surviving Corporation.

2. At the Effective Time, the Bylaws of Merged Corporation, as in effect immediately prior to the Effective Time, shall be the Bylaws of the Surviving Corporation, until further altered, amended or repealed.

3. At the Effective Time, the officers and directors of Merged Corporation, immediately prior to the Effective Date, shall be the officers and directors of the Surviving Corporation until their respective successors are duly elected or appointed and qualified.

ARTICLE III
Manner and Basis of Converting Shares

At the Effective Time, each share of common stock of GWC, no par value per share, which shall be issued and outstanding immediately prior to the Effective Time, shall, by virtue of the Merger and without any action on the part of the holder thereof, be converted into one share of common stock of GWC&D.

ARTICLE IV
Effect of Merger

At the Effective Time, all property, rights, privileges, powers and franchises of Merged Corporation shall vest in the Surviving Corporation, and all debts, liabilities and duties of Merged Corporation shall become debts, liabilities and duties of the Surviving Corporation.

ARTICLE V
Effective Time

As used in this Agreement, the term, Effective Time shall mean January 1, 2004.

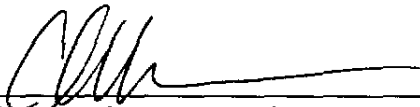
ARTICLE VI
Amendment, Modification and Termination

The Board of Directors of Surviving Corporation and Merged Corporation may amend, terminate and/or abandon the Merger at any time prior to the Effective Time.

IN WITNESS WHEREOF, each of the parties has caused this Plan to be executed on its behalf as of the date first written above.


Surviving
Merged Corporation:

Glenn Wright Construction & Development, INC.

By: 
Glenn Wright, Jr., President

Merged
~~Surviving~~ Corporation:

Glenn Wright Construction, INC.

By: 
Glenn Wright, Jr., President