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# FILLD SECRETARY OF STATE IVISION OF CORPORATIONS

## **MERGER OR SHARE EXCHANGE**

CORONA ACQUISITION, INC.



Certificate of Status	0
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# ARTICLES OF MERGER (Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

Name	Jurisdiction	Document Number (If known/ applicable)
Corona Acquisition, Inc.	Florida	P97000076106
Second: The name and jurisdiction of each	merging corporation:	
Name	Jurisdiction	Document Number (If known/ applicable)
Corona Energy Corporation	Delaware	F97000006550
	••••••••••••••••••••••••••••••••••••••	6 HAR 21
		HIG STATE
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Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

/ 2006 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more 03 / 21 OR than 90 days after merger file date.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT) The Plan of Merger was adopted by the shareholders of the surviving corporation on \_\_\_\_\_

The Plan of Merger was adopted by the board of directors of the surviving corporation on March 17, 2006 \_\_\_\_ and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT) The Plan of Merger was adopted by the shareholders of the merging corporation(s) on \_\_\_\_

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on \_\_\_\_\_ and shareholder approval was not required.

(Attach additional sheets if necessary)

#### Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation	Signature of an Officer or Director	Typed or Printed Name of Individual & Title
Corona Acquisition, Inc.	fullide fullithe	Frederick D. Luck, Chief Financial Officer
Corona Energy Corporation	full The	Frederick D. Luck, Chief Financial Officer
	·	
<u></u>	<u></u>	<u></u>
		·····

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#### PLAN OF MERGER

(Merger of subsidiary corporation(s))

The following plan of merger is submitted in compliance with section 607.1104, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the <u>parent</u> corporation owning at least 80 percent of the outstanding shares of each class of the subsidiary corporation:

Name	Jurisdiction
Corona Acquisition, Inc.	Florida

The name and jurisdiction of each subsidiary corporation:

Name	Jurisdiction	
Corona Energy Corporation	Delaware	
		·····

The manner and basis of converting the shares of the subsidiary or parent into shares, obligations, or other securities of the parent or any other corporation or, in whole or in part, into cash or other property, and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, and other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

At 12:01 a.m. Florida time, March 21, 2006, the effective time of the merger: (a) each issued and outstanding share of capital stock of Corona Acquisition, Inc. shall remain unchanged and shall continue to remain issued and outstanding; and (b) each issued and outstanding share of capital stock of Corona Energy Corporation shall be cancelled and extinguished, and no consideration shall be issued with respect thereto.

(Attach additional sheets if necessary)

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If the merger is between the parent and a subsidiary corporation and the parent is not the surviving corporation, a provision for the pro rata issuance of shares of the subsidiary to the holders of the shares of the parent corporation upon surrender of any certificates is as follows:

Not Applicable

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If applicable, shareholders of the subsidiary corporations, who, except for the applicability of section 607.1104, Florida Statutes, would be entitled to vote and who dissent from the merger pursuant to section 607.1321, Florida Statutes, may be entitled, if they comply with the provisions of chapter 607 regarding appraisal rights of dissenting shareholders, to be paid the fair value of their shares.

Other provisions relating to the merger are as follows: Not Applicable

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