P99000007465

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TRANSMITTAL LETTER

	Amendment Section Division of Corporations				
SUBJEC	T. PRESTIGE EUROPEAN AUTO SERVICE I	NC.			
SOBOLO	(Name of surviving corpora	ition)			
The encl	osed merger and fee are submitted for filing.				
Please re	turn all correspondence concerning this matter	to the	following:		
PAUL J.	LANE, ESQ.				
	(Name of person)				
	(Name of firm/company)				
	• •				
2755 E.	OAKLAND PARK BLVD. #300 (Address)		_		
FT LAU	DERDALE, FL 33306				
	(City/state and zip code)		_		
For furth	er information concerning this matter, please of	call:			
PAUL	J. LANE	_ at (_	954) 566-0004		
	(Name of person)		(Area code & daytime telepho	me number)	
Z Ce	ertified copy (optional) \$8.75 (plus \$1 per pag 2.50; please send an additional copy of your	e for ea	ach page over 8, not to excee ment if a certified copy is re	xd a maximum of equested)	
	Address:		treet Address:		
	nent Section of Corporations		mendment Section Division of Corporations		
P.O. Box		409 E. Gaines St.			

Tallahassee, FL 32314

Tallahassee, FL 32399



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

December 16, 2004

(

PAUL J. LANE, ESQ. 2755 E. OAKLAND PARK BLVD., #300 FORT LAUDERDALE, FL 33306

SUBJECT: PRESTIGE EUROPEAN AUTO SERVICE INC.

Ref. Number: P99000007465

We have received your document for PRESTIGE EUROPEAN AUTO SERVICE INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

The fee to file articles of merger or articles of share exchange is \$35 per party to the merger or share exchange. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

There is a balance due of \$35.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

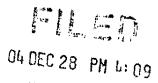
If you have any questions concerning the filing of your document, please call (850) 245-6869.

Teresa Brown Document Specialist

Letter Number: 904A00070094

ARTICLES OF MERGER

(Profit Corporations)



The following articles of merger is submitted in compliance with the Florida Pausings EE. FLORIDA Corporations Act, pursuant to section 607.1105, F.S.

First: The name and jurisdiction of the surviving corporation:

Name

Jurisdiction

Document Number

PRESTIGE EUROPEAN AUTO

FLORIDA

P99000007465

SERVICE INC.

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

Document Number

PRESTIGE BRITISH AUTOSERVICE, INC. FLORIDA

P04000038362

Third: The Plan of Merger is attached.

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

Fifth: Adoption of Merger by surviving corporation -

The Plan of Merger was adopted by the shareholders of the surviving corporation on 11-19-2004.

Sixth: Adoption of Merger by merging corporation -

The Plan of Merger was adopted by the shareholders of the merging corporation on 11-19-2004.

Seventh: SIGNATURES FOR EACH CORPORATION

<u>NAME</u>

TYPE OR PRINTED NAME

1

SIGNATURE

Robin Brisland, Pres.

Prestige British Autoservice, Inc., Inc.

Prestige European Auto Service Inc.

Robin Brisland, Pres.

PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

Name <u>Jurisdiction</u>

PRESTIGE EUROPEAN AUTO SERVICE INC. Florida

Second: The name and jurisdiction of each merging corporation:

Name <u>Jurisdiction</u>

PRESTIGE BRITISH AUTOSERVICE, INC. Florida

Third: The terms and conditions of the merger are as follows:

- 1. The articles of incorporation of Prestige European Auto Service Inc., as in effect immediately prior to the effective date of the merger, shall remain the articles of incorporation of the surviving corporation.
- 2. The by-laws of Prestige European Auto Service Inc., as in effect immediately prior to the effective date of the merger, shall remain the by-laws of the surviving corporation.
- 3. The directors and officers of Prestige European Auto Service Inc. as in office immediately prior to the effective date of the merger, shall remain directors and officers of the surviving corporation.
- 4. Upon consummation of the merger, the surviving corporation, Prestige European Auto Service Inc., shall succeed, without other transfer, to all of the rights and property of Prestige British Autoservice, Inc. and shall be subject to all the debts, liabilities, and obligations of Prestige British Autoservice, Inc. in the same manner as if incurred by Prestige European Auto Service Inc..
- 5. All rights of creditors and all liens and trusts upon or arising from the property of Prestige European Auto Service Inc. and Prestige British Autoservice, Inc. shall be preserved unimpaired, provided the liens and trust obligations upon property of Prestige British Autoservice, Inc. shall be limited to the property affected thereby immediately prior to the time the merger is effective.