

Division of Corporations

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 Division of Corporations
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From:
 Account Name : CORPORATE CREATIONS ENTERPRISES, INC.
 Account Number : 072100000245
 Phone : (561)775-9980
 Fax Number : (561)694-1639

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MERGER OR SHARE EXCHANGE

SAFETY FIRST INTERNATIONAL INC.

Certificate of Status	0
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*Merge
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ARTICLES OF MERGER
Merger Sheet

MERGING: -----

PARADIGM SALES GROUP INC., a Florida corporation, document number
P99000079806

INTO

SAFETY FIRST INTERNATIONAL INC., a Florida entity, P99000044204.

File date: January 28, 2000 , effective February 1, 2000

Corporate Specialist: Karen Gibson

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Articles of Merger
of
Paradigm Sales Group Inc.
into
Safety First International Inc.

EFFECTIVE DATE
2-7-00

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TALLAHASSEE, FLORIDA

1. Paradigm Sales Group Inc., a Florida corporation ("Disappearing Corporation"), shall be merged with and into Safety First International Inc., a Florida corporation ("Surviving Corporation"), pursuant to the terms of the attached Plan of Merger. The Disappearing Corporation and the Surviving Corporation are collectively referred to as the "Constituent Corporations."

2. The merger shall become effective on February 1, 2000.

3. The attached Plan of Merger was adopted and approved by the shareholders of each of the Constituent Corporations on January 28, 2000.

These Articles of Merger have been executed on behalf of the Constituent Corporations by their authorized officers as of January 28, 2000.

Paradigm Sales Group Inc.

By: [Signature]

Henry David Clement, Vice President

Safety First International Inc.

By: [Signature]

Glen Guastini, President

Corporate Creations International Inc.
8895 North Military Trail #202D
Palm Beach Gardens, FL 33410
(561) 694-8107

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Plan of Merger
in connection with merger of
Paradigm Sales Group Inc.
into
Safety First International Inc.

This Plan of Merger was adopted on January 28, 2000 by the Board of Directors of Paradigm Sales Group Inc., a Florida corporation ("Disappearing Corporation"), and Safety First International Inc., a Florida corporation ("Surviving Corporation"). The Disappearing Corporation and the Surviving Corporation are collectively referred to as the "Constituent Corporations."

1. In accordance with the provisions of this Plan of Merger, the Disappearing Corporation shall be merged with and into the Surviving Corporation, the separate and corporate existence of the Disappearing Corporation shall cease, and the Surviving Corporation shall continue its corporate existence under the laws of its state of incorporation under its present name.

2. The merger shall become effective on February 1, 2000 ("Effective Time").

3. The Surviving Corporation shall possess and retain every interest in all assets and property of every description wherever located of each of the Constituent Corporations. All rights, privileges, immunities, powers, franchises and authority of each of the Constituent Corporations shall be vested in the Surviving Corporation without further act or deed. The title to or any interest in any real estate vested in either of the Constituent Corporations shall not revert or in any way be impaired by reason of the merger. All obligations belonging to or due to each of the Constituent Corporations shall be vested in the Surviving Corporation without further act or deed. The Surviving Corporation shall be liable for all of the obligations of each of the Constituent Corporations existing as of the Effective Time.

Corporate Creations International Inc.
8895 North Military Trail #202D
Palm Beach Gardens, FL 33410
(561) 694-8107

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4. At the Effective Time, by virtue of the merger and without any action by the Constituent Corporations or otherwise: (a) every 50 shares of the issued and outstanding shares of the common stock of the Disappearing Corporation will be converted into 30 shares of the common stock of the Surviving Corporation, without payment of any consideration, and (b) each issued and outstanding share of capital stock of the Surviving Corporation shall remain issued and outstanding.

Paradigm Sales Group, Inc.

By: 

Henry David Clement, Vice President

Safety First International Inc.

By: 

Glen Guastini, President

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