ME OF PAYMENT EX Mail Corporate Acct. F. M.: (PLEASE PRINT) TSD USA, INC. P. O. BOX 420986 KISSIMMEE, I FL 34742-098 L JOX (407)301-8745	74LLAILASSEE, FLORIDA 500004962065—6 -02/20/02-01083-003 *****35.00 ******35.00
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NEW FILINGS Profit Not for Profit Limited Liability Domestication Other	AMENDMENTS Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger
OTHER FILINGS Annual Report Fictitious Name	REGISTRATION/QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other
CR2E031(7/97)	Examiner's Initials

ARTICLES OF MERGER Merger Sheet

MERGING:

AMERICAN TRANSPORTATION SERVICE, CORPORATION, a Florida corporation P01000089621

INTO

TSD USA, INC., a Florida entity, P99000074190.

File date: February 20, 2002

Corporate Specialist: Annette Ramsey

ARTICLES OF MERGER

(Profit Corporations)

(tront corporations)				
The following articles of merger are submitted in accorda pursuant to section 607.1105, F.S.	5			
First: The name and jurisdiction of the surviving corpor) • • · · · · · · · · · · · · · · · · ·			
Name	Jurisdiction STA 9			
TSD USA, INC.	Osceola County, Flor			
Second: The name and jurisdiction of each merging corporation are:				
Name	Jurisdiction			
American Transportation Service, Corporation	Polk County, Florida			
Third: The Plan of Merger is attached.				
Fourth: The merger shall become effective on the date to Department of State	he Articles of Merger are filed with the Florida			
OR 02/ 20 / 2002 (Enter a specific date. NOTE: than 90 days in the future.)	An effective date cannot be prior to the date of filing or more			
Fifth: Adoption of Merger by <u>surviving</u> corporation - (The Plan of Merger was adopted by the shareholders of the shareholders	COMPLETE ONLY ONE STATEMENT) ne surviving corporation on			
The Plan of Merger was adopted by the board of directors. Feb. 06, 2002 and shareholder approval was	s of the surviving corporation on as not required.			
Sixth: Adoption of Merger by merging corporation(s) (6) The Plan of Merger was adopted by the shareholders of the	COMPLETE ONLY ONE STATEMENT) the merging corporation(s) on			
The Plan of Merger was adopted by the board of directors Feb. 06, 2002 and shareholder approval was	s of the merging corporation(s) on			

(Attach additional sheets if necessary)

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation	Signature	Typed or Printed Name of Individual & Title
TSD USA, INC.	In Store.	Mohammad S. Ahmed (President)
TSD USA, INC.	bullut_	Waseem U. Ansari (V.Pres.)
TSD USA, INC.	Hasawarsang	Hassan Z. Ansari (Sec.)
American Transporta Service, Corporation	Kasawarsaig Ition Ayula Baig	Aysha Baig (President)
,		
		<u></u>

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 are:

Name	Jurisdiction
TSD USA, INC.	Osceola County, Florida
Second: The name and jurisdiction of each mergi	ing corporation are:
Name	Jurisdiction
American Transportation Service, Corporation	Polk County, Florida
-	

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

TSD USA, INC. will pay American Transportation Service Corporation during next six months from the date of filing this Articles of Merger, all the start-up costs, capita investment, recurring expenses, future expenses and past expenses paid by American Transportation Service Corporation since inception.

All the income of American Transportation Service Corporation will be transferred to TSD USA, INC.

All the assets of American Transportation Service Corporation will be considered the property of TSD USA, INC. from the date of filing of this Articles of Merger.

All the obligations of American Transportation Service Corporation will become the obligations of TSD USA, INC. since the incorporating date of American Transportation Service Corporation.

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

Aysha Baig (the only stock holder) of American Transportation Service Corporation will have 4% interests, shares and obligations into the interests, shares and obligations of TSD USA, INC. from the date of filing of this Articles of Merger. Each present share holder of TSD USA, INC. will transfer 4% of his/her numbers of shares to Aysha Baig on the date of filing of this Articles of Merger.

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached as an exhibit:

Aysha Baig (the only stock holder) of American Transportation Service Corporation will have 4% interests, shares and obligations into the interests, shares and obligations of TSD USA, INC. from the date of filing of this Articles of Merger. Each present share holder of TSD USA, INC. will transfer 4% of his/her numbers of shares to Aysha Baig on the date of filing of this Articles of Merger.

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

N/A