

199000097308

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DIVISION OF CORPORATIONS

MERGER OR SHARE EXCHANGE

JETSON AEROSPACE, CORP.

Certificate of Status	0
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4/18/02
(4)

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

JETBORNE, INC., a Florida corporation, document number P01000077865

INTO

JETSON AEROSPACE, CORP., a Florida entity, P99000097308.

File date: April 18, 2002

Corporate Specialist: Karen Gibson

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ARTICLES OF MERGER

THESE ARTICLES OF MERGER are adopted this 18th day of April, 2002, by the undersigned, as the President of each of JETSON AEROSPACE CORP., a Florida corporation (hereinafter referred to as "Jetson" or "Surviving Corporation"), and JETBORNE, INC., a Florida corporation (hereinafter referred to as "Jetborne" or "Merging Corporation").

ARTICLE I

PLAN OF MERGER

1.01 Corporate Address. The principal address of the Surviving Corporation shall be 10050 NW 116th Way, Suite 15, Medley, Florida 33178.

1.02 Plan of Merger. On the effective date of this merger, Jetson and Jetborne will merge under Florida Statute 607.1101 with Jetson to be the surviving corporation. The manner and basis of converting the shares of the Merging Corporation into shares of the Surviving Corporation is as follows:

(a) Each share of the One Dollar (\$1.00) par value common stock of Jetborne issued and outstanding on the effective date of the merger shall be converted into one share of One Dollar (\$1.00) par value common stock of Jetson for a total of One Hundred (100) shares of One Dollar (\$1.00) par value common stock of Jetson, which shares of common stock of the Surviving Corporation shall thereupon be issued and outstanding, in addition to the previously issued and outstanding common stock. However, in no event shall fractional shares of the surviving corporation be issued. In lieu of the issuance of fractional shares to which any holder of the common stock of the absorbed corporation would otherwise be entitled as a result of the conversion, a payment in cash shall be made equal to the value of such fraction, based on the market value of the common stock on the effective date of the merger.

(b) The conversion shall be effected as follows: After the effective date of the merger, each holder of certificates for shares of common stock in the Merging Corporation shall surrender them to the Surviving Corporation or its duly appointed agent, in such manner as the Surviving Corporation shall legally require. On receipt of such share certificates, the Surviving Corporation shall issue and exchange therefor certificates for shares of common stock in the Surviving Corporation, representing the number of shares of such stock to which such holder is entitled as provided above.

(c) Holders of certificates of common stock of the Merging Corporation shall not be entitled to dividends payable on shares of stock in the surviving corporation until certificates have been issued to such shareholders. Thereafter, each such shareholder shall be entitled to receive any dividends on shares of stock of the Surviving Corporation issuable to them hereunder which may have been declared and paid between the effective date of the merger and the issuance to such shareholders of the certificate for his or her shares in the Surviving Corporation.

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ARTICLE II

EFFECTIVE DATE

2.01 Effective Date. The effective date of the merger of the Merging Corporation into the Surviving Corporation shall be the date of filing of these Articles with the Secretary of State of Florida.

ARTICLE III

SHAREHOLDER APPROVAL

3.01 Shareholder Approval. The shareholders of each of the corporations that are party to this merger has voted to approve the plan of merger described in Section 1.02 above.

ARTICLE IV

DATE OF ADOPTION OF PLAN OF MERGER

4.01 Date of Adoption. Each of the corporations as parties to the plan of merger described above in Section 2.01 adopted such plan of merger on the dates indicated below:

Corporation:

Date of Adoption:

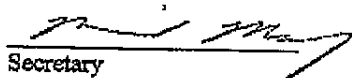
Jetson
Jetborne

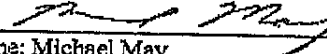
April 18, 2002
April 18, 2002

IN WITNESS WHEREOF, the undersigned has executed these ARTICLES OF MERGER on the date set forth above.

JETSON AEROSPACE, CORP.

ATTEST:



Secretary
[CORPORATE SEAL]

By: 
Name: Michael May
Title: President

JETBORNE, INC.

ATTEST:


Secretary
[CORPORATE SEAL]

By: 
Name: Sandy Altman
Title: President

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