



S06837

ACCOUNT NO. : 072100000032

REFERENCE : 153772 4322384

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 131.25

FILED
02 JAN 30 PM 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
1/31/02

ORDER DATE : January 30, 2002

ORDER TIME : 11:36 AM

ORDER NO. : 153772-005

CUSTOMER NO: 4322384

CUSTOMER: Barbara Frayle, Legal Asst
Weil Gotshal & Manges LLP
Suite 2100
701 Brickell Ave
Miami, FL 33131

100004845071--1

ARTICLES OF MERGER

(7)

EWE WAREHOUSE INVESTMENTS IV
EWE WAREHOUSE INVESTMENTS IV

RECEIVED
02 JAN 30 PM 12:50
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA
BK

INTO

AIRCRAFT TECHNOLOGY, INC.

JRW 31
RLR

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
_____ PLAIN STAMPED COPY

CONTACT PERSON: Jeanine Reynolds EXT 1133
EXAMINER'S INITIALS: _____

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TALLAHASSEE, FLORIDA

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ARTICLES OF MERGER
Merger Sheet

MERGING:

EWE WAREHOUSE INVESTMENTS IV, INC. (P98000100784), a Florida corporation

EWE WAREHOUSE INVESTMENTS IV, LTD. (A98000002667), a Florida limited partnership

INTO

AIRCRAFT TECHNOLOGY, INC., a Florida entity, S06837

File date: January 30, 2002, effective January 31, 2002

Corporate Specialist: Buck Kohr

Account number: 072100000032

Amount charged: 131.25

ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with section(s) 607.1108, 608.4382, and/or 620.203, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type of each merging party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. EWE Warehouse Investments IV, Inc. 3000 Taft Street Hollywood, Florida 33021	Florida	Corporation
Florida Document/Registration Number:	P98000100784	FEI Number: 650895545

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
2. EWE Warehouse Investments IV, Ltd. 3069 Taft Street Hollywood, Florida 33021	Florida	Limited Partnership
Florida Document/Registration Number:	A98000002667	FEI Number: 650896443

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Aircraft Technology, Inc. 3069 Taft Street Hollywood, Florida 33021	Florida	Corporation
Florida Document/Registration Number:	S06837	FEI Number: 650233725

THIRD: The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and/or members of each

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domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the State of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

NINTH: The merger shall become effective as of:

The date the Articles of Merger are filed with Florida Department of State

OR

~~on filing~~ 1/31/02

(Enter specific date. NOTE: Date cannot be prior to the date of filing.)

TENTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

ELEVENTH: SIGNATURE(S) FOR EACH PARTY:

<u>Name of Entity</u>	<u>Signature(s)</u>	<u>Type or Printed Name of Individual</u>
1. EWE Warehouse Investments IV, Inc.		Thomas S Irwin
2. EWE Warehouse Investments IV, Ltd.		
By: EWE Warehouse Investments IV, Inc., its sole general partner		Thomas S Irwin
3. Aircraft Technology, Inc.		Thomas S Irwin

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

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TALLAHASSEE, FLORIDA

FIRST: The exact name and jurisdiction of each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
1. EWE Warehouse Investments IV, Inc.	Florida corporation
2. EWE Warehouse Investments IV, Ltd.	Florida limited partnership

SECOND: The exact name and jurisdiction of each surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Aircraft Technology, Inc.	Florida corporation

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

EWE Warehouse Investments IV, Inc. (a merging party) is the sole general partner of EWE Warehouse Investments IV, Ltd. (a merging party). 100% of the stock in EWE Warehouse Investments IV, Inc. is owned by Aircraft Technology, Inc. (the surviving party). Aircraft Technology, Inc. is the sole limited partner of EWE Warehouse Investments IV, Ltd. The merger of the two merging parties into the surviving party is to be effective immediately upon filing of Articles of Merger with the Secretary of State of Florida. Upon filing, pursuant to Florida Statute 620.204(b), title to all assets of EWE Warehouse Investments IV, Ltd., including but not limited to the improved real estate situate in Broward County, Florida and described on Exhibit "A" attached hereto and all assets of EWE Warehouse Investments IV, Inc., will be vested in the surviving entity, Aircraft Technology, Inc., a Florida corporation, without reversion or impairment.

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

The survivor owns directly or indirectly all interests in and to the two merging parties so there is no need to convert any interest, shares, obligation or other securities.

B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

N/A

FIFTH: If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the general partner(s) are as follows:

N/A

Name(s) and Address(es) of General Partner(s) If General Partner is a Non-Individual,
Florida Document/Registration Number

SIXTH: If a limited liability company is the surviving entity and it is to be managed by one or more managers, the name(s) and address(es) of the managers are as follows:

N/A

SEVENTH: All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows:

N/A

EIGHTH: Other provisions, if any, relating to the merger:

N/A

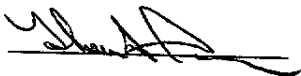
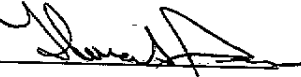
<u>Name of Entity</u>	<u>Signature(s)</u>	Type or Printed <u>Name of Individual</u>
1. EWE Warehouse Investments IV, Inc.		<u>Thomas S. Irwin</u>
2. EWE Warehouse Investments IV, Ltd.		
By: EWE Warehouse Investments IV, Inc., its sole general partner		<u>Thomas S. Irwin</u>
3. Aircraft Technology, Inc.		<u>Thomas S. Irwin</u>

EXHIBIT "A"

Legal Description

EFFECTIVE DATE
12/1/82
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TALLAHASSEE, FLORIDA

Parcel "A", less the North 985.83 feet thereof, "Taft Street Industrial Park," as recorded in Plat Book 122, Page 25, of the public records of Broward County, Florida; said lands situate, lying and being in Broward County, Florida.

LESS AND EXCEPT THEREFROM:

A portion of Parcel "A", TAFT STREET INDUSTRIAL PARK, according to the Plat thereof as recorded in Plat Book 122, Page 25 of the Public Records of Broward County, Florida and being more particularly described as follows:

Commencing at the Northeast corner of Tract "A", CENTRAL GOLF SECTION OF HOLLYWOOD, according to the Plat thereof as recorded in Plat Book 9, Page 44 of the Public Records of Broward County, Florida, thence S 88°54'12" W, on the North line of said Tract "A", 615 feet to the Northeast corner of SHERIDAN INDUSTRIAL PARK SOUTH, according to the Plat thereof as recorded in Plat Book 114, Page 18 of the Public Records of Broward County, Florida; thence S 01°08'48" E on the East line of said SHERIDAN INDUSTRIAL PARK SOUTH and on the East line of said TAFT STREET INDUSTRIAL PARK, 2023 feet, thence N 88°54'12" E, on a Northerly line of said TAFT STREET INDUSTRIAL PARK, 136 47 feet to the POINT OF BEGINNING, thence continue N 88°54'12" E, on said Northerly line, 25 00 feet, thence S 01°08'48" E, on an Easterly line of said TAFT STREET INDUSTRIAL PARK, 150 00 feet, thence N 88°54'12" E, on a Northerly line of said TAFT STREET INDUSTRIAL PARK, 195 00 feet to the Easterly most Northeast corner of said TAFT STREET INDUSTRIAL PARK, thence S 06°40'37" W, on the East line of said TAFT STREET INDUSTRIAL PARK, 38 35 feet, thence S 88°54'12" W, 214.78 feet, thence N 01°08'48" W, 188 00 feet to the POINT OF BEGINNING