

S27755

Florida Department of State
Division of Corporations
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Account Name : RICHARD J. SIMEONE, P.A.
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RECEIVED
02 DEC 27 PM 2:04
DIVISION OF CORPORATIONS

MERGER OR SHARE EXCHANGE**HAWKEYE CONSTRUCTION OF SOUTH FLORIDA, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$78.75

Merge/H/C

ARTICLES OF MERGER
Merger Sheet

MERGING:

HAWKEYE MILLWORK & SUPPLY, INC., a Florida corporation, document
number P01000059937

INTO

HAWKEYE CONSTRUCTION OF SOUTH FLORIDA, INC. which changed its
name to

HAWKEYE CONSTRUCTION AND MILLWORK, INC., a Florida entity, S27755

File date: December 27, 2002, effective January 1, 2003

Corporate Specialist: Karen Gibson



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 27, 2002

HAWKEYE MILLWORK & SUPPLY, INC.
4411 CLEVELAND AVE
FT MYERS, FL 33901

SUBJECT: HAWKEYE MILLWORK & SUPPLY, INC.
REF: P01000059937

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The articles of merger you submitted were prepared in compliance with section 607.1109, Florida Statutes. Articles of Merger between two or more domestic profit corporations are filed pursuant to section 607.1105, Florida Statutes.

PLEASE REMOVE SECTION(S) 607.1107, 617.1103, 608.4381, 620.202, 607.1108, 608.438 AND 620.201 FROM THE FIRST PARAGRAPH OF THE PLAN AND ARTICLES OF MERGER AND REPLACE WITH 607.1101 AND 607.1105, FLORIDA STATUTES. PLEASE CALL WITH ANY QUESTIONS.

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) 245-6906.

Darlene Connell
Document Specialist

FAX Aud. #: H02000240405
Letter Number: 402A00067600

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 26, 2002

HAWKEYE MILLWORK & SUPPLY, INC.
4411 CLEVELAND AVE
FT MYERS, FL 33901

SUBJECT: HAWKEYE MILLWORK & SUPPLY, INC.
REF: P01000059937

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

For each corporation, the document must contain the date of adoption of the plan of merger or share exchange by the shareholders or by the board of directors when no vote of the shareholders is required.

The merger should include 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.

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) 245-6906.

Darlene Connell
Document Specialist

FAX Aud. #: H02000240405
Letter Number: 402A00067410

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

FILED
02 DEC 27 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**PLAN OF ACTION AND ARTICLES OF MERGER OF
HAWKEYE CONSTRUCTION OF SOUTH FLORIDA, INC.
AND HAWKEYE MILLWORK & SUPPLY, INC.**

The following plan of merger, which was adopted and approved by each party to the merger, and is being submitted in accordance with section(s), 607.1101 and 607.1105 Florida Statutes.

The undersigned, being all of the members of the Boards of Directors and all of the Shareholders of the Corporations, hereby set forth the following Plan of and Articles of Merger, as follows:

Plan of Merger. The Board of Directors of the Corporations have recommended a plan of merger, wherein Hawkeye Millwork & Supply, Inc., will be merged into, and become part of, Hawkeye Construction of South Florida, Inc. After the merger, Hawkeye Construction of South Florida, Inc., will be the surviving Corporation. All of the assets and liabilities of Hawkeye Millwork & Supply, Inc., will become assets and liabilities of Hawkeye Construction of South Florida, Inc. The Articles and Bylaws of the surviving Corporation shall continue to govern its operations.

EFFECTIVE DATE
1-1-03

This merger represents a change in the manner of doing business of the Corporations. The Corporations are merging to simplify business records, tax paperwork, and to eliminate duplicate administration work. The Corporations intent for this merger to qualify as a corporate reorganization under Internal Revenue Code §. 368(a)(1)(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: As of the effective date of this merger, shareholders of Hawkeye Millwork & Supply, Inc., shall receive one (1) share of the surviving Corporation for each share of Hawkeye Millwork & Supply, Inc. owned by such shareholder.

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

The new name of the surviving Corporation shall be Hawkeye Construction and Millwork, Inc.

This merger shall become effective as of January 1, 2003.

Board of Directors and Officers. The names and post office address of the Officers and the first Board of Directors of surviving Corporation, who shall conduct the business of the surviving Corporation until their successors are elected and qualified following the first meeting of shareholders shall be:

Andru R. Ramker
5094 Ulmerton Rd #3
Clearwater, FL 33760

Director/President/Secretary/Treasurer

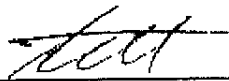
David Lageschulte
4411 Cleveland Ave.
Fort Myers, FL 33901

Director/Vice-President

Registered Agent. Richard Simeone is designated, and shall remain, as the agent of the surviving Corporation, to accept service of process within the state.

The officers of the Corporations are authorized to execute and deliver all documents to effect the Plan of and Articles of Merger.

IN WITNESS WHEREOF, I have set my hand and seal this 23 day of December, 2002.



David L. Lageschulte, Chairman

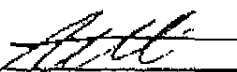
IN WITNESS WHEREOF, WE, the undersigned, being all of the members of the Board of Directors and all of the Shareholders of the Corporations for the purpose of reorganizing the Corporations under the laws of the State of Florida do make, acknowledge and file the foregoing Articles of Merger, hereby certifying that the facts therein states are true, and accordingly set our hands and seals at Fort Myers, Florida this 23rd day of December, 2002.

HAWKEYE CONSTRUCTION OF SOUTH FLORIDA, INC.

Board of Directors:



Andru Ramker

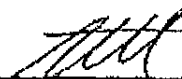


David L. Lageschulte

Shareholders:



Andru Ramker



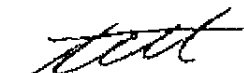
David L. Lageschulte

HAWKEYE MILLWORK & SUPPLY, INC.

Board of Directors:



Andru Ramker

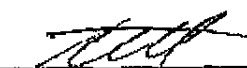


David L. Lageschulte

Shareholders:



Andru Ramker



David L. Lageschulte