

S40610

ARTICLES OF MERGER
Merger Sheet

MERGING:

700003048127--2

JOHNSON, PARRISH & SAYLES, INC., a Florida corporation,
document number L13070

EURO IMMO, INC., a Florida corporation, document number S40610

into

EMPIRE FINANCIAL CORP., a Delaware entity P27100

File date: November 8, 1999

Corporate Specialist: Karen Gibson