

Division of Corporations

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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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DIVISION OF CORPORATIONS

MERGER OR SHARE EXCHANGE**Alexander String Quartet, Inc.**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

Merge
1/3

ARTICLES OF MERGER
Merger Sheet

MERGING:

ASQ, INC., a Florida corporation, document number V02634

INTO

ALEXANDER STRING QUARTET, INC., a California corporation not qualified in
Florida

File date: December 30, 1999

Corporate Specialist: Karen Gibson

H990000336224

ARTICLES OF MERGER

of

ASQ, INC., a Florida corporation,

with and into

ALEXANDER STRING QUARTET, INC., a California corporationFILED
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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Pursuant to the provisions of Section 607.1105 and 607.1107 of the Florida Business Corporation Act (the "FBCA"), the undersigned corporations enter into these Articles of Merger which have been duly adopted pursuant to Section 607.1103 of the FBCA, and the undersigned corporations hereby certify as follows:

FIRST: The names of the corporations which are parties to the merger (the "Merger") contemplated by these Articles of Merger are ASQ, Inc., a Florida corporation (the "Terminating Company") and Alexander String Quartet, Inc. a California corporation (the "Surviving Company").

SECOND: The plan of merger whereby the Terminating Company will merge with and into the Surviving Company is set forth in that certain Agreement and Plan of Merger between the Terminating Company and the Surviving Company (the "Agreement"), a copy of which is attached as Exhibit A hereto and made a part hereof.

THIRD: The Agreement was adopted December 29, 1999, by the Board of Directors and the shareholders of the Terminating Company by unanimous written consent. The Agreement was adopted December 28, 1999, by unanimous written consent of the Board of Directors of the Surviving Company. No vote of the shareholders of the Surviving Company was required for the approval of the Agreement or the Merger.

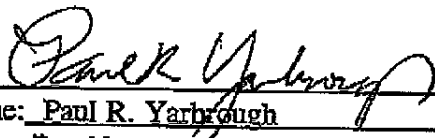
FOURTH: The Merger shall become effective upon the filing of these Articles of Merger with the Florida Secretary of State as required by Section 607.1105 of the FBCA and the filing of Articles of Merger with the California Secretary of State in compliance with the provisions of the California Business Corporation Act.

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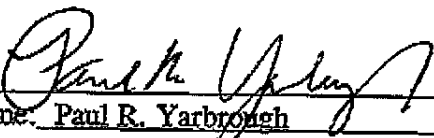
These Articles of Merger may be executed in counterparts, all of which when taken together shall constitute one instrument.

IN WITNESS WHEREOF, the parties have caused these Articles of Merger to be executed as of this 29 day of December, 1999.

ASQ, INC.

By: 
Name: Paul R. Yarbrough
Title: President

ALEXANDER STRING QUARTET, INC.

By: 
Name: Paul R. Yarbrough
Title: President

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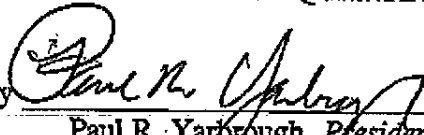
Exhibit A**AGREEMENT OF MERGER**


This Agreement of Merger is entered into between Alexander String Quartet, Inc., a California corporation (herein "Surviving Corporation") and ASQ, Inc., a Florida corporation (herein "Merging Corporation").

1. Merging Corporation shall be merged into Surviving Corporation.
2. On the effective date of the merger, each outstanding share of Merging Corporation shall be converted to One share of Surviving Corporation.
3. There are no outstanding shares of Surviving Corporation immediately preceding the merger.
4. Merging Corporation shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.
5. The effect of the merger and the effective date of the merger are as prescribed by law.

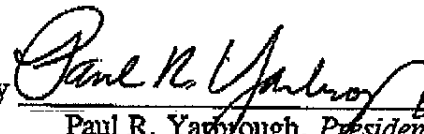
IN WITNESS WHEREOF the parties have executed this Agreement.


ALEXANDER STRING QUARTET, INC.

By 
Paul R. Yarbrough, President

By 
Alexander S. Wilson, Secretary

ASQ, INC.

By 
Paul R. Yarbrough, President

By 
Alexander S. Wilson, Secretary