



PENNSYLVANIA DEPARTMENT OF STATE  
CORPORATION BUREAU  
ROOM 308 NORTH OFFICE BUILDING  
P.O. BOX 8722  
HARRISBURG, PA 17105-8722

507

BUTLER REFRIGERATED MEATS, INC.

THE CORPORATION BUREAU IS HAPPY TO SEND YOU YOUR FILED DOCUMENT.  
PLEASE NOTE THE FILE DATE AND THE SIGNATURE OF THE SECRETARY OF THE  
COMMONWEALTH. THE CORPORATION BUREAU IS HERE TO SERVE YOU AND WANTS  
TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA. IF YOU HAVE ANY  
QUESTIONS PERTAINING TO THE CORPORATION BUREAU, CALL (717) 787-1057.

ENTITY NUMBER: 0766231

MICROFILM NUMBER: 09848

0789-0791

CSC NETWORKS  
COUNTER

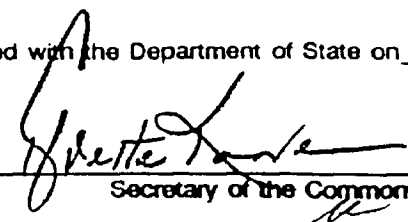
TRADEMARK  
REEL: 1798 FRAME: 0520

JUN 26 1998

Microfilm Number \_\_\_\_\_

Filed with the Department of State on \_\_\_\_\_

Entity Number 766 231

  
Secretary of the Commonwealth

**ARTICLES OF MERGER-DOMESTIC BUSINESS CORPORATION**  
DSCB:15-1926 (Rev 89)

In compliance with the requirements of 15 Pa.C.S. § 1926 (relating to articles of merger or consolidation), the undersigned business corporations, desiring to effect a merger, hereby state that:

1. The name of the corporation surviving the merger is: Quantum Transport, Inc.

2. (Check and complete one of the following):  
 The surviving corporation is a domestic business corporation and the address of its current (a) registered office in this Commonwealth or (b) commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following address to conform to the records of the Department):

(a) 101 Kappa Drive Pittsburgh PA 15238 Allegheny  
Number and Street City State Zip County

(b) \_\_\_\_\_  
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

\_\_\_\_ The surviving corporation is a qualified foreign business corporation incorporated under the laws of \_\_\_\_\_ and the address of its current (a) registered office in this Commonwealth or (b) commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following address to conform to the records of the Department):

(a) \_\_\_\_\_  
Number and Street City State Zip County

(b) \_\_\_\_\_  
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

\_\_\_\_ The surviving corporation is a nonqualified foreign business corporation incorporated under the laws of \_\_\_\_\_ and the address of its principal office under the laws of such domiciliary jurisdiction is:

\_\_\_\_\_  
Number and Street City State Zip

3. The name and the address of the registered office of each other domestic business corporation and qualified foreign business corporation which is a party to the plan of merger are as follows:

Butler Refrigerated Meats, Inc.  
101 Kappa Drive  
Pittsburgh, PA 15238

98 JUN 26 PM 12: 16

DA DEPT OF STATE

TRADEMARK  
REEL: 1798 FRAME: 0521



Exhibit A

## PLAN OF MERGER

- (a) Butler Refrigerated Meats, Inc., a Pennsylvania corporation ("Butler"), shall be merged with and into Quantum Transport, Inc., a Pennsylvania corporation and the surviving corporation ("Quantum"), pursuant to the Business Corporation Law of the Commonwealth of Pennsylvania, thereby transferring to Quantum all of the assets of Butler, subject, however, to all of its liabilities, in complete liquidation of all Butler's outstanding shares of capital stock.
- (b) The issued and outstanding shares of capital stock of Butler shall not be converted or exchanged but shall be surrendered and canceled, and no shares of capital stock of Quantum shall be issued in exchange therefor. The issued and outstanding shares of Quantum shall not be changed as a result of the merger.
- (c) The Articles of Incorporation of the surviving corporation shall be the Articles of Incorporation of Quantum prior to the merger except that the name of the surviving corporation shall be changed to "Butler Refrigerated Meats, Inc."
- (d) The surviving corporation shall be governed by the laws of the Commonwealth of Pennsylvania.
- (e) This Plan of Merger may be terminated by the Board of Directors of Butler or Quantum at any time prior to the necessary filing with the Pennsylvania Department of State.
- (f) The effective date of the merger shall be June 27, 1998 at 11:59 p.m.