



COREWAFER INDUSTRIES INC.

419 Lafayette Street
New York, NY 10003

November 26, 2012

List of exhibits:

A: NY Certificate of Merger.

B: NV Articles of Merger.

C: COREwafer Industries Inc. Abbreviated NV Filing History.

D: Core Wafer Systems Inc. Abbreviated NV Filing History.

E: NY Filing Certified Mail Tracking Confirmation.

COREWAFER INDUSTRIES INC.

BY: /s/ Mr. Gary Polistena _____

Chief Executive Officer

EXHIBIT A

NEW YORK
CERTIFICATE OF MERGER
SECTION 907
Domestic Corporation into Foreign Corporation

CERTIFICATE OF MERGER

of

Action Products International Inc.
a New York corporation

With and Into

Core Wafer Systems, Inc.
A Nevada corporation

(Pursuant to Section 907 of the Business Corporation Law)

It is hereby certified, upon behalf of each of the constituent corporations herein named, as follows:

FIRST: The Board of Directors of each of the constituent corporations has duly adopted a plan of merger setting forth the terms and conditions of said corporations.

SECOND: The name of the foreign constituent corporation, which is to be surviving corporation, and which is hereinafter sometimes referred to as the “Surviving Corporation”, is Core Wafer Systems, Inc.

The domestic jurisdiction of the Surviving Corporation is Nevada; and the date of its incorporation therein is September 12, 2005.

No Application for Authority in the State of New York of the Surviving Corporation to transact business as a foreign corporation therein was filed by the Department of State of the State of New York; and it is not to do business in the State of New York until an Application of Authority shall have been filed by the Department of State of the State of New York.

THIRD: The name of the domestic constituent corporation, which is being merged into the surviving constituent corporation, and which is hereinafter sometimes referred to as the “Merged Corporation”, is Action Products International Inc.

The date upon which the Merged Corporation’s certificate of incorporation was filed with the Department of State is July 22, 2011.

FOURTH: As to each constituent corporation, the plan of merger sets forth the designation and number of outstanding shares of each class and series, the specification of the classes and series entitled to vote on the plan of merger, and specification of each class and series entitled to vote as a class on the plan of merger, as follows:

Core Wafer Systems, Inc.

<u>Name and Type of Stock Outstanding</u>	<u>Number of Outstanding Shares</u>	<u>Name and Type of Shares entitled to Vote</u>
Common Stock	50,000,000	Common Stock

Action Products International Inc.

<u>Name and Type of Stock Outstanding</u>	<u>Number of Outstanding Shares</u>	<u>Name and Type of Shares entitled to Vote</u>
Common Stock	100	Common Stock

FIFTH: The merger herein certified was authorized in respect of the Merged Corporation by written consent of the holders of all outstanding shares of the respective corporation entitled to vote on the plan of merger.

SIXTH: All fees and taxes (including penalties and interest) administered by the Department of Taxation and Finance of the State of New York which are now due and payable by the Merged Corporation have been paid and a cessation franchise tax report (estimated or final) through the anticipated date of merger has been filed by the constituent domestic corporation. The said report, if estimated, is subject to amendment. The Surviving Corporation agrees that it will within thirty (30) days after the filing of the certificate of merger file the cessation tax report, if an estimated report was previously filed, and promptly pay to the Department of Taxation and Finance of the State of New York all fees and taxes (including penalties and interest), if any, due to the Department of Taxation and Finance by the constituent domestic corporation.

SEVENTH: The merger herein certified is permitted by the laws of the jurisdiction of incorporation of the Surviving Corporation and is in compliance with said laws.

EIGHTH: The Surviving Corporation agrees that it may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability or obligation of the merged constituent corporation, for the enforcement of any liability or obligation of the Surviving Corporation for which the Surviving Corporation is previously amendable to suit in the State of New York, and for the enforcement, as provided in the Business Corporation Law of the State of New York, of right of shareholders of the Merged Corporation to receive payment for their shares against the surviving constituent corporation.

NINTH: The Surviving Corporation agrees that, subject to the provisions of Section 623 of the Business Corporation Law of the State of New York, it will promptly pay to the shareholders of the Merged Corporation the amount, if any, to which they shall be entitled under the provisions of the Business Corporation Law of the State of New York relating to the rights of shareholders to receive payment for their shares.

TENTH: The Surviving Corporation hereby designates the Secretary of State of the State of New York as its agent upon whom process may be served in the manner set forth in paragraph (b) of section 306 of the Business Corporation Law of the State of New York in any action or special proceeding. The post office address without the State of New York to which the Secretary of State shall mail a copy of any process against the surviving corporation served upon him is:

Core Wafer Systems, Inc.
212 15th Ave NE
Waseca, MN 56093
Attention: Roger Goetz

[Signature Page Follows]

IN WITNESS WHEREOF, we have subscribed this document on the date set forth below and do hereby affirm, under the penalties of perjury, that the statements contained therein have been examined by us and are true and correct.

Executed on this 17th day of October, 2012.

ACTION PRODUCTS INTERNATIONAL INC.

By: /s/ Mr. Gary Polistena
Gary Polistena, Chief Executive Officer

CORE WAFER SYSTEMS, INC.

By: /s/ Mr. Roger Goetz
Roger Goetz, Chief Executive Officer

CERTIFICATE OF MERGER

of

Action Products International Inc.

a New York corporation

With and Into

Core Wafer Systems, Inc.

A Nevada corporation

(Pursuant to Section 907 of the Business Corporation Law)

Filer Name: Matthew McMurdo

Address: 140 West 57th Street
Suite 6D
New York, NY 10019



ROSS MILLER
Secretary of State
204 North Carson Street, Ste 1
Carson City, Nevada 89701-4299
(775) 684 5708
Website: secretaryofstate.biz

Articles of Merger
(PURSUANT TO NRS 92A.200)
Page 1

USE BLACK INK ONLY - DO NOT HIGHLIGHT

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(Pursuant to Nevada Revised Statutes Chapter 92A)
(excluding 92A.200(4b))

1) Name and jurisdiction of organization of each constituent entity (NRS 92A.200). If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity.

Action Products International Inc.

Name of merging entity

New York

Jurisdiction

Corporation

Entity type *

Name of merging entity

Jurisdiction

Entity type *

Name of merging entity

Jurisdiction

Entity type *

Name of merging entity

Jurisdiction

Entity type *

and,

Core Wafer Systems, Inc.

Name of surviving entity

Nevada

Jurisdiction

Corporation

Entity type *

* Corporation, non-profit corporation, limited partnership, limited-liability company or business trust.

Filing Fee: \$350.00

This form must be accompanied by appropriate fees.



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2) Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the survivor in the merger - NRS 92A.1 90):

Attn:

c/o:

3) (Choose one)

The undersigned declares that a plan of merger has been adopted by each constituent entity (NRS 92A.200).

The undersigned declares that a plan of merger has been adopted by the parent domestic entity (NRS 92A.180)

4) Owner's approval (NRS 92A.200)(options a, b, or c must be used, as applicable, for each entity) (if there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity):

(a) Owner's approval was not required from

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

and, or;

Name of surviving entity, if applicable



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(b) The plan was approved by the required consent of the owners of *:

Action Products International, Inc.

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

and, or;

Core Wafer Systems, Inc.

Name of surviving entity, if applicable

* Unless otherwise provided in the certificate of trust or governing instrument of a business trust, a merger must be approved by all the trustees and beneficial owners of each business trust that is a constituent entity in the merger.



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Articles of Merger

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(c) Approval of plan of merger for Nevada non-profit corporation (NRS 92A.160):

The plan of merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

and, or;

Name of surviving entity, if applicable



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5) Amendments, if any, to the articles or certificate of the surviving entity. Provide article numbers, if available. (NRS 92A.200)*:

6) Location of Plan of Merger (check a or b):

(a) The entire plan of merger is attached;

or,

(b) The entire plan of merger is on file at the registered office of the surviving corporation, limited-liability company or business trust, or at the records office address if a limited partnership, or other place of business of the surviving entity (NRS 92A.200).

7) Effective date (optional):**

* Amended and restated articles may be attached as an exhibit or integrated into the articles of merger. Please entitle them "Restated" or "Amended and Restated," accordingly. The form to accompany restated articles prescribed by the secretary of state must accompany the amended and/or restated articles. Pursuant to NRS 92A.180 (merger of subsidiary into parent - Nevada parent owning 90% or more of subsidiary), the articles of merger may not contain amendments to the constituent documents of the surviving entity except that the name of the surviving entity may be changed.

** A merger takes effect upon filing the articles of merger or upon a later date as specified in the articles, which must not be more than 90 days after the articles are filed (NRS 92A.240).



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8) Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited partnership; A manager of each Nevada limited-liability company with managers or all the members if there are no managers; A trustee of each Nevada business trust (NRS 92A.230)* (if there are more than four merging entities, check box and attach an 8 " x 11 " blank sheet containing the required information for each additional entity.):

Action Products International Inc.

Name of merging entity

X /s/ Mr. Gary Polistena
 Signature

Chief Executive Officer
 Title

Date

Name of merging entity

X
 Signature

Title

Date

Name of merging entity

X
 Signature

Title

Date

Name of merging entity

X
 Signature

Title

Date

Core Wafer Systems, Inc.

Name of surviving entity

X /s/ Mr. Roger Goetz
 Signature

Chief Executive Officer
 Title

Date

* The articles of merger must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

IMPORTANT: Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Entity Actions for "COREWAFER INDUSTRIES, INC."

Sort by descending ascending order

1 - 3 of 3 actions

Actions\Amendments			
Action Type:	Merge In		
Document Number:	20120430514-92	# of Pages:	6
File Date:	6/20/2012	Effective Date:	
(No notes for this action)			
Action Type:	Initial List		
Document Number:	20120389534-47	# of Pages:	2
File Date:	5/31/2012	Effective Date:	
(No notes for this action)			
Action Type:	Articles of Incorporation		
Document Number:	20120295333-20	# of Pages:	31
File Date:	4/26/2012	Effective Date:	
Initial Stock Value: Par Value Shares: 200,000,000 Value: \$ 0.001 No Par Value Shares: 0			
Total Authorized Capital: \$ 200,000.00			

[Return to Entity Details for "COREWAFER INDUSTRIES, INC."](#)

Entity Actions for "CORE WAFER SYSTEMS, INC."

Sort by File Date descending ascending order

1 - 11 of 11 actions

Actions\Amendments			
Action Type:	Merge In		
Document Number:	20120724487-87	# of Pages:	6
File Date:	10/24/2012	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	20120706862-54	# of Pages:	1
File Date:	10/17/2012	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	20110718455-54	# of Pages:	1
File Date:	10/4/2011	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	20100735932-72	# of Pages:	1
File Date:	9/30/2010	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		

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YOUR LABEL NUMBER	SERVICE	STATUS OF YOUR ITEM	DATE & TIME	LOCATION	FEATURES
70121010000355983759	First-Class Mail®	Delivered	October 24, 2012, 9:06 am	ALBANY, NY 12231	Expected Delivery By: October 24, 2012 Certified Mail™
		Undeliverable as Addressed	October 24, 2012, 9:06 am	ALBANY, NY 12231	
		Arrival at Unit	October 24, 2012, 1:41 am	ALBANY, NY 12288	
		Dispatched to Sort Facility	October 22, 2012, 4:56 pm	NEW YORK, NY 10019	
		Acceptance	October 22, 2012, 3:30 pm	NEW YORK, NY 10019	

Check on Another Item

What's your label (or receipt) number?