

SECTION 5 - Corporate Governance and Management

ITEM 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On December 5, 2006, the Company filed Articles of Merger with the Secretary of State of Nevada in order to effectuate a merger whereby the Company (as MEMS USA, Inc.) would merge with its wholly-owned subsidiary, Convergence Ethanol, Inc., as a parent/ subsidiary merger with the Company as the surviving corporation. This merger, which became effective as of December 5, 2006, was completed pursuant to Section 92A.180 of the Nevada Revised Statutes. Shareholder approval to this merger was not required under Section 92A.180. Upon completion of this merger, the Company's name has been changed to "Convergence Ethanol, Inc." and the Company's Articles of Incorporation have been amended to reflect this name change.

In connection with this name change to Convergence Ethanol, Inc., the Company's new CUSIP number is **21248E 107**. The Company expects to receive a new trading symbol within the next few days.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Convergence Ethanol, Inc.

/s/ James A. Latty

James A. Latty

Date: December 11, 2006
