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Account Number : 072720000266
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MERGER OR SHARE EXCHANGE

RB KANALFLAKT, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
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MERGER OR SHARE EXCHANGE

RB KANALFLAKT, INC.

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**CERTIFICATE AND ARTICLES OF MERGER
OF
SYSTEMAIR MFG. LLC
INTO
RB KANALFLAKT, INC.**

RB Kanalflakt, Inc., a Florida corporation (herein called "RBK"), hereby delivers to the Department of State of the State of Florida for filing the following Certificate and Articles of Merger for the merger of Systemair Mfg. LLC, a Florida limited liability company (herein called "Systemair"), with and into RBK. RBK shall be the surviving corporation.

1. A true copy of the Plan of Merger is attached hereto as Exhibit A.
2. The effective date of the merger is the close of business on the date that this Certificate and Articles of Merger is filed with the Secretary of State of the State of Florida. For accounting purposes only, the effective date of the merger is May 1, 2008.
3. The foregoing Plan of Merger was approved by RBK in accordance with the applicable provisions of Chapter 607, Florida Statutes; and approved by Systemair in accordance with the applicable provisions of Chapter 608, Florida Statutes.

IN WITNESS WHEREOF, this Certificate and Articles of Merger have been executed and delivered by RBK and Systemair on the dates stated below, respectively.

Dated Signed:

6/23/2008

RB Kanalflakt, Inc., - F30315
a Florida corporation

By: Mats Lund

Mats Lund, its President

Dated Signed:

6/17/2008

Systemair Mfg. LLC - 608000041104
a Florida limited liability company

By: Roland Mazerolle

Roland Mazerolle, its President

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**PLAN OF MERGER
OF
SYSTEMAIR MFG. LLC
INTO
RB KANALFLAKT, INC.**

RB Kanalflakt, Inc., a Florida corporation, and Systemair Mfg. LLC, a Florida limited liability company, hereby adopt the following plan as the Plan of Merger required by Sections 607.1101 and 608.438, Florida Statutes. The terms of the plan are as follows:

1. The names of the entities planning to merge are RB Kanalflakt, a Florida corporation (herein called "RBK") and Systemair Mfg. LLC, a Florida limited liability company (herein called "Systemair"). As a result of the merger, Systemair shall be merged with and into RBK. RBK shall be the surviving entity.

2. The merger shall be effective at the close of business on the day that the Certificate and Articles of Merger for this merger are filed with the Secretary of State of the State of Florida. For accounting purposes only, the effective date of the merger shall be May 1, 2008.

3. Upon the merger becoming effective, the membership interest of Systemair shall be cancelled. No change shall occur in the shares, obligations or other securities of RBK as a result of the merger.

4. Upon the merger becoming effective, the Articles of Incorporation of RBK shall be amended by striking Article 1 in its entirety and by substituting in its place and stead the following: "The name of the corporation is Systemair Mfg. Inc."

5. This plan, having been adopted by the board of directors of RBK, shall be submitted to the Shareholder of RBK for approval. Since no manager of Systemair is a member of Systemair, this plan shall be submitted to the member of Systemair for approval.

6. The board of directors of RBK and the managers of Systemair are hereby authorized to amend this plan at any time prior to the filing of the Certificate and Articles of Merger, to the extent permitted by law.

IN WITNESS WHEREOF, this Plan of Merger has been signed by the duly authorized officers of RBK and Systemair this 23 day of June 2008.

RB Kanalflakt, a Florida corporation

By: Mats Lund
Mats Lund, as its President

Systemair Mfg. LLC, a Florida limited liability company

By: Roland Mazerolle
Roland Mazerolle, as its President

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