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DEPARTMENT OF STATE
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TALLAHASSEE, FLORIDA

Merger



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June 26, 2008

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Control Systemation, Inc. into Control Laser Corporation

Filing Evidence

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

NEW FILINGS	
☐	Profit
☐	Non Profit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of RA Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☒	Merger

OTHER FILINGS	
☐	Annual Reports
☐	Fictitious Name
☐	Name Reservation
☐	Reinstatement

REGISTRATION/QUALIFICATION	
☐	Foreign
☐	Limited Liability
☐	Reinstatement
☐	Trademark
☐	Other

(Profit Corporations)

First: The name and jurisdiction of the surviving corporation:

Second: The name and jurisdiction of each merging corporation:

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TALLAHASSEE, FLORIDA

(Attach additional sheets if necessary)

Typed or Printed Name of Individual & Title

Alice Varisano, SECY & CFO

Alice Varisano, SECY & CFO

PLAN OF MERGER approved on December 18, 2006 by **Control Systemation, Inc.** which is a corporation for profit organized under the laws of the State of Delaware, and which is subject to the provisions of the Delaware General Corporation Law, and by resolution adopted by the affirmative vote of at least a majority of its Board of Directors on said date, and approved by **Control Laser Corporation** which is a corporation for profit organized under the laws of the State of Florida, and by resolution adopted by its Board of Directors on said date.

1. **Control Systemation, Inc.** and **Control Laser Corporation** shall, pursuant to the provisions of the Delaware General Corporation Law and the provisions of the Florida Business Corporation Act, be merged with and into a single corporation, to wit, **Control Laser Corporation**, which shall be the surviving corporation upon the effective date of the merger and which is sometimes hereinafter referred to as the "surviving corporation", and which shall continue to exist as said surviving corporation under its present name pursuant to the provisions of the Florida Business Corporation Act. The separate existence of **Control Systemation, Inc.** which is sometimes hereinafter referred to as the "merged corporation", shall cease upon the effective date of the merger in accordance with the provisions of the Delaware General Corporation Law.

2. The Articles of Incorporation of the surviving corporation upon the effective date of the merger in the jurisdiction of its organization shall be the Articles of Incorporation of said surviving corporation, and said Articles of Incorporation shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the Florida Business Corporation Act.

3. The bylaws of the surviving corporation as in force and effect upon the effective date of the merger in the jurisdiction of its organization shall continue to be the bylaws of said surviving corporation and shall continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the Florida Business Corporation Act.

4. The directors and officers in office of the surviving corporation upon the effective date of the merger in the jurisdiction of its organization shall continue to be the members of the Board of Directors and the officers of the surviving corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.

5. Since all of the issued and outstanding shares of the constituent corporation are owned by the same shareholder, such outstanding shares of **Control Systemation, Inc.**, shall be surrendered and cancelled and no shares of **Control Laser Corporation**, issued in exchange therefor. The issued shares of the surviving corporation shall not be converted or exchanged in any manner, but each said share which is issued as of the effective date of the merger shall continue to represent one issued share of the surviving corporation.

6. In the event that the merger of the merged corporation with and into the surviving corporation shall have been fully authorized in accordance with the provisions of the Delaware General Corporation Law and in accordance with the provisions of the Florida Business Corporation Act, the merged corporation and the surviving corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Delaware and of the State of Florida, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

7. The Board of Directors and the proper officers of the merged corporation and of the surviving corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

8. The merger herein certified shall be effective in the State of Florida upon filing with the Secretary of State of the State of Florida.