300298

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CORPORATION SERVICE COMPANY 1201 Hays Street Tallhassee, FL 32301 Phone: 850-558-1500

ACCOUNT NO. : I2000000195 REFERENCE : 854272 4312752 AUTHORIZATION : COST LIMIT : \$ 70.00 ORDER DATE: December 19, 2024 ORDER TIME : 3:35 PM ORDER NO. : 854272-010 CUSTOMER NO: 4312752 ARTICLES OF MERGER JOHNSON CLAIM SERVICE, INC. INTO DAVIES CLAIMS NORTH AMERICA, INC. PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: ___ CERTIFIED COPY XX_ _ PLAIN STAMPED COPY CONTACT PERSON: Amanda Miller

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE Division of Corporations

January 8, 2025

CSC

Please give original submission date as file date.

SUBJECT: DAVIES CLAIMS NORTH AMERICA, INC.

Ref. Number: 300298

We have received your document for DAVIES CLAIMS NORTH AMERICA, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

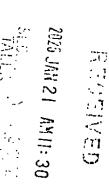
The effective date cannot be prior to or more that 90 days after the date this document is filed by the Florida Department of State.

If you have any questions concerning the filing of your document, please call (850) 245-6000.

Neysa Culligan Regulatory Specialist III

Letter Number: 925A00000507

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ARTICLES OF MERGER

merging

JOHNSON CLAIM SERVICE, INC. (a Delaware corporation)

with and into

DAVIES CLAIMS NORTH AMERICA, INC. (a Florida corporation)

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TALLAHASSEE FLORIDA

In accordance with Section 607.1105 of the Florida Business Corporation Act (the "FBCA"), the undersigned hereby submit these Articles of Merger and certify as to the following:

1. Parties. The name, and state of incorporation of each of the merging entities is as follows:

Johnson Claim Service, Inc., a corporation which was incorporated under the laws of Delaware on April 10, 1980.

and

Davies Claims North America, Inc., a corporation which was incorporated under the laws of Florida on January 1, 1966.

- 2. <u>Surviving Entity</u>. The surviving entity in this merger is Davies Claims North America, Inc. (the "<u>Surviving Entity</u>").
- 3. Approval of Agreement and Plan of Merger. The Agreement and Plan of Merger was duly authorized and approved by the Board of Directors and by the Sole Shareholder of Johnson Claim Service. Inc. in accordance with the provisions of the General Corporation Law of the State of Delaware and was duly authorized and approved by the Board of Directors and by the Sole Shareholder of Davies Claims North America. Inc. in accordance with the provisions of Sections 607.1101-607.1107 of the FBCA and its Articles of Incorporation.
- 4. <u>Effective Date</u>. The merger shall be effective upon the filing of these Articles of Merger with the Florida Department of State, Division of Corporations. For accounting and tax purposes only, the merger shall be effective as of 11:59 p.m. Eastern Standard Time on December 31, 2024.

IN WITNESS WHEREOF, the undersigned parties, each acting by and through its duly authorized officer, have caused these Articles of Merger to be executed as of the 18th day of December, 2024.

SURVIVING ENTITY:

DAVIES CLAIMS NORTH AMERICA, INC.

By: Van lederer

Name: Don Lederer Title: President

NON-SURVIVING/MERGING ENTITY:

JOHNSON CLAIM SERVICE, INC.

Name: Jeff Bode
Title: President

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