

35.8902

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

THOMPSON PUMP & WELLPOINT SYSTEMS, INC., a North Carolina
corporation not qualified in Florida

INTO

THOMPSON PUMP AND MANUFACTURING COMPANY, INC., a Florida
corporation, 358902.

File date: April 18, 1997

Corporate Specialist: Velma Shepard

358902

Shawn Mackey
Requestor's Name

P.O. Box 291370
Address

Port Orange, FL 32129
City/State/Zip Phone #

400002131484--0
-04/02/97--01090--002
****210.00 *****70.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

97 APR 18 AM 11:52
FILED
SECRETARY OF STATE
TALLAHASSEE FL 32304

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

merger

V8 APR 24 1997

Thompson Pump & Wellpoint Systems, Inc. - Merged Company

Thompson Pump & Mfg Co., Inc. - Surviving Company

- Plan of Merger

- Articles of Merger

ARTICLES OF MERGER

Pursuant to Section 607.224 of the Florida General Corporation Act, Thompson Pump & Wellpoint Systems, Inc., a North Carolina Corporation and Thompson Pump and Manufacturing Company, Inc., a Florida corporation, adopt the following Articles of Merger for the purpose of merging Thompson Pump & Wellpoint Systems, Inc., hereinafter referred to as the "merged" corporation into Thompson Pump and Manufacturing Company, Inc., hereinafter referred to as the "surviving" corporation.

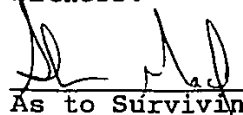
ARTICLE I

Be it know that the Plan of Merger dated the 15th day of December 1996, attached was duly approved by the stockholders of the aforementioned corporations pursuant to Section 607.394 of the Florida General Corporation Act (the "Act") on the 16th day of December 1996. The merged corporation shall be merged into the surviving corporation on the 31st day of December 1996 and shall thereafter continue as a single corporation.

ARTICLE II

Of the 100 outstanding shares of common stock, par value of \$ 1.00 (per share), of Thompson Pump & Wellpoint Systems, Inc. entitled to vote as a class upon the Plan of Merger, the holders of all of these shares have consented and authorized the Plan by written consent in accordance with Section 607.394 of the Act. Of the 10,400 outstanding shares of common stock, par value of \$ 1.00 (per share), of Thompson Pump and Manufacturing Company, Inc. entitled to vote as a class upon the Plan of Merger, the holders of all of these shares have consented and authorized the Plan by written consent in accordance with Section 607.394 of the Act.

Witness:


As to Surviving Corp.

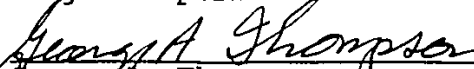
THOMPSON PUMP AND MANUFACTURING COMPANY, INC.
Surviving Corporation


William F. Thompson, President

Witness:


As to Merged Corp.

THOMPSON PUMP & WELLPOINT SYSTEMS, INC.
Merged Corporation


George A. Thompson
Vice President

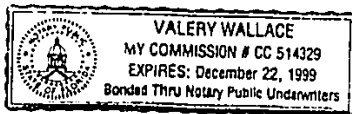
STATE OF FLORIDA
COUNTY OF VOLUSIA

Before me, the undersigned authority, personally appeared William F. Thompson, President of Thompson Pump and Manufacturing Company, Inc., a Florida Corporation, on behalf of said corporation, who is personally known to me to be the person described in and who subscribed the attached Articles of Merger and the Plan of Merger and that he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

In Witness Whereof, I have hereunto set my hand and my official seal, this 31st day of December 1996.

Valery Wallace
Valery Wallace

Notary Public, State of Florida



STATE OF FLORIDA
COUNTY OF VOLUSIA

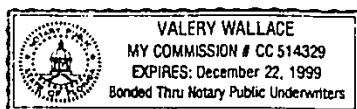
Before me, the undersigned authority, personally appeared George A. Thompson, Vice President of Thompson Pump & Wellpoint Systems, Inc., a North Carolina Corporation, on behalf of said corporation, who is personally known to me to be the person described in and who subscribed the attached Articles of Merger and the Plan of Merger and that he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

In Witness Whereof, I have hereunto set my hand and my official seal, this 31st day of December 1996.

Valery Wallace

Valery Wallace

Notary Public, State of Florida



THE PLAN OF MERGER

This Plan of Merger dated the 15th day of December 1996, by and between Thompson Pump and Manufacturing Company, Inc. hereinafter referred to as the "surviving corporation", and Thompson Pump & Wellpoint Systems, Inc. hereinafter referred to as the "merged corporation" concur that:

Whereas, Thompson Pump and Manufacturing Company, Inc., organized and existing under the laws of the State of Florida, and Thompson Pump & Wellpoint Systems, Inc., organized and existing under the laws of the State of North Carolina; the surviving corporation and the merged corporation have agreed that the merged corporation shall merge into the surviving corporation upon the terms and conditions and in the manner set forth in this agreement and in accordance with the applicable laws of the State of Florida,

Now, therefore, in consideration of the mutual covenants, agreements, provisions, grants, warranties, and representations contained in this agreement and in order to consummate the transaction described above, the merged and surviving corporations further agree:


1. The merged corporation shall be merged into the surviving corporation on the 31st day of December 1996 and shall thereafter continue as a single corporation upon the terms and conditions of this agreement under the name of Thompson Pump and Manufacturing Company, Inc.
2. The purposes, the registered agent, the address of the registered office, the number of directors, and the capital stock of the surviving corporation shall be as appears in the Articles of Incorporation of the surviving corporation currently on file with the Office of the Secretary of State of the State of Florida. The terms and provisions of the Articles of Incorporation are incorporated into this agreement.
3. The bylaws of Thompson Pump and Manufacturing Company, Inc. in effect on the date of this merger shall be the bylaws of the surviving corporation.
4. The persons who make up the board of directors of Thompson Pump and Manufacturing Company, Inc. constitute the board of directors of the surviving corporation. Any vacancies must be filled in the manner provided for in the bylaws of the surviving corporation.
5. Persons who make up the corporate officers of Thompson Pump and Manufacturing Company, Inc. shall also be the corporate officers of the surviving corporation.
6. All assets, rights, liabilities and duties of the merged corporation shall then attach to the surviving corporation may be exercised by it or enforced against it to the same extent as if those rights, liabilities, and duties had been incurred or contracted by it.

7. The manner and basis of converting and exchanging the shares of the merged corporations into shares, rights, obligations, or other securities of the surviving corporation shall be as follows:
- a) The capital stock of the merged corporation shall be surrendered for cancellation.
 - b) The rights, obligations, assets and liabilities of the merged corporation shall become vested in their entirety in the surviving corporation.
 - c) Additional shares of capital stock of the surviving corporation shall be issued as per the attached schedule.
8. Shareholders of the merged corporation dissenting from this merger are entitled, if they comply with the provisions of Chapter 607 of the Florida General Corporation Act regarding the rights of dissenting shareholders, to be paid the fair value of their shares.
9. This agreement is made pursuant to and shall inure to the benefit of and be binding upon the merged corporation and the surviving corporation, and their respective successors and assigns.

In Witness Whereof, the duly authorized Officers of the merged and surviving corporations, acting on behalf of their corporations, have signed this Plan and agreed to the terms of merger on the date aforesaid.

Witness:


THOMPSON PUMP AND MANUFACTURING COMPANY, INC.
Surviving Corporation



As to Surviving Corp.


William F. Thompson, President

Witness:

THOMPSON PUMP & WELLPOINT SYSTEMS, INC.
Merged Corporation


As to Merged Corp.


George A. Thompson
Vice President

358902

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

THOMPSON PUMP & WELLPOINT CO., INC., a Virginia corporation not
qualified in Florida

INTO

THOMPSON PUMP AND MANUFACTURING COMPANY, INC., a Florida
corporation, 358902.

File date: April 18, 1997

Corporate Specialist: Velma Shepard

358902

THOMPSON

PUMP & MANUFACTURING CO., INC.

P.O. Box 291370 • Port Orange, Florida 32129-1370 • (904) 767-7310 • FAX (904) 761-0362

February 28, 1997

State of Florida
P O Box 6327
Tallahassee, FL 32314

800002131478--8

-04/02/97--01090--002

****210.00 *****70.00

RE: Merger of Thompson Pump Companies

Please find enclosed 3 Articles of Merger and 3 Plans of Merger be recorded. The filing fee check of \$210.00 has been included.

The surviving company in all 3 sets of documents will be:

Thompson Pump and Manufacturing Company, Inc.,
a Florida Corporation

Should you need any information or documentation, please feel free to contact me @ 1-904-767-7310, Ext. 210.

Sincerely,

Shawn Mackey
Shawn Mackey, Controller

Encls.

FILED
APR 2 1997
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Merger

VS APR 2 4 1997



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 8, 1997

SHAWN MACKEY, CONTROLLER
THOMPSON PUMP & MANUFACTURING CO., INC.
P.O. BOX 291370
PORT ORANGE, FL 32129-1370

SUBJECT: THOMPSON PUMP AND MANUFACTURING COMPANY, INC.
Ref. Number: 358902

We have received your document for THOMPSON PUMP AND MANUFACTURING COMPANY, INC. and your check(s) totaling \$210.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

Please correct the name of the surviving corporation on all three documents.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 397A00017456

RECEIVED
APR 18 AM 8:41
DIVISION OF CORPORATIONS

Thompson Pump & Wellpoint Co., Inc. - Merged Company

Thompson Pump & Mfg Co., Inc. - Surviving Company

- Plan of Merger

-Articles of Merger

ARTICLES OF MERGER

Pursuant to Section 607.224 of the Florida General Corporation Act, Thompson Pump & Wellpoint Co., Inc., a Virginia corporation and Thompson Pump and Manufacturing Company, Inc., a Florida corporation, adopt the following Articles of Merger for the purpose of merging Thompson Pump & Wellpoint Co., Inc., hereinafter referred to as the "merged" corporation into Thompson Pump and Manufacturing Company, Inc., hereinafter referred to as the "surviving" corporation.

FILED
97 APR 18 AM 11:55
SECRETARY OF STATE
FLORIDA

ARTICLE I

Be it know that the Plan of Merger dated the 15th day of December 1996, attached was duly approved by the stockholders of the aforementioned corporations pursuant to Section 607.394 of the Florida General Corporation Act (the "Act") on the 16th day of December 1996. The merged corporation shall be merged into the surviving corporation on the 31st day of December 1996 and shall thereafter continue as a single corporation.

ARTICLE II

Of the 100 outstanding shares of common stock, par value of \$ 1.00 (per share), of Thompson Pump & Wellpoint Company, Inc. entitled to vote as a class upon the Plan of Merger, the holders of all of these shares have consented and authorized the Plan by written consent in accordance with Section 607.394 of the Act. Of the 10,400 outstanding shares of common stock, par value of \$ 1.00 (per share), of Thompson Pump and Manufacturing Company, Inc. entitled to vote as a class upon the Plan of Merger, the holders of all of these shares have consented and authorized the Plan by written consent in accordance with Section 607.394 of the Act.

Witness:


As to Surviving Corp.

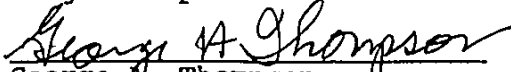
THOMPSON PUMP AND MANUFACTURING COMPANY, INC.
Surviving Corporation


William F. Thompson, President

Witness:


As to Merged Corp.

THOMPSON PUMP & WELLPOINT CO., INC.
Merged Corporation


George M. Thompson
Vice President

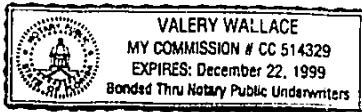
STATE OF FLORIDA
COUNTY OF VOLUSIA

Before me, the undersigned authority, personally appeared William F. Thompson, President of Thompson Pump and Manufacturing Company, Inc., a Florida Corporation, on behalf of said corporation, who is personally known to me to be the person described in and who subscribed the attached Articles of Merger and the Plan of Merger and that he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

In Witness Whereof, I have hereunto set my hand and my official seal, this 31st day of December 1996.

Valery Wallace
Valery Wallace

Notary Public, State of Florida



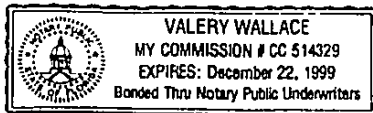
STATE OF FLORIDA
COUNTY OF VOLUSIA

Before me, the undersigned authority, personally appeared George A. Thompson, Vice President of Thompson Pump & Wellpoint Company, Inc., a Virginia Corporation, on behalf of said corporation, who is personally known to me to be the person described in and who subscribed the attached Articles of Merger and the Plan of Merger and that he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

In Witness Whereof, I have hereunto set my hand and my official seal, this 31st day of December 1996.

Valery Wallace
Valery Wallace

Notary Public, State of Florida



THE PLAN OF MERGER

This Plan of Merger dated the 15th day of December 1996, by and between Thompson Pump and Manufacturing Company, Inc. hereinafter referred to as the "surviving corporation", and Thompson Pump & Wellpoint Co., Inc. hereinafter referred to as the "merged corporation" concur that:

Whereas, Thompson Pump and Manufacturing Company, Inc., organized and existing under the laws of the State of Florida, and Thompson Pump & Wellpoint Co., Inc., organized and existing under the laws of the State of Virginia and the surviving corporation and the merged corporation have agreed that the merged corporation shall merge into the surviving corporation upon the terms and conditions and in the manner set forth in this agreement and in accordance with the applicable laws of the State of Florida,


Now, therefore, in consideration of the mutual covenants, agreements, provisions, grants, warranties, and representations contained in this agreement and in order to consummate the transaction described above, the merged and surviving corporations further agree:

1. The merged corporation shall be merged into the surviving corporation on the 31st day of December 1996 and shall thereafter continue as a single corporation upon the terms and conditions of this agreement under the name of Thompson Pump and Manufacturing Company, Inc.
2. The purposes, the registered agent, the address of the registered office, the number of directors, and the capital stock of the surviving corporation shall be as appears in the Articles of Incorporation of the surviving corporation currently on file with the Office of the Secretary of State of the State of Florida. The terms and provisions of the Articles of Incorporation are incorporated into this agreement.
3. The bylaws of Thompson Pump and Manufacturing Company, Inc. in effect on the date of this merger shall be the bylaws of the surviving corporation.
4. The persons who make up the board of directors of Thompson Pump and Manufacturing Company, Inc. constitute the board of directors of the surviving corporation. Any vacancies must be filled in the manner provided for in the bylaws of the surviving corporation.
5. Persons who make up the corporate officers of Thompson Pump and Manufacturing Company, Inc. shall also be the corporate officers of the surviving corporation.
6. All assets, rights, liabilities and duties of the merged corporation shall then attach to the surviving corporation may be exercised by it or enforced against it to the same extent as if those rights, liabilities, and duties had been incurred or contracted by it.

7. The manner and basis of converting and exchanging the shares of the merged corporations into shares, rights, obligations, or other securities of the surviving corporation shall be as follows:
- a) The capital stock of the merged corporation shall be surrendered for cancellation.
 - b) The rights, obligations, assets and liabilities of the merged corporation shall become vested in their entirety in the surviving corporation.
 - c) Additional shares of capital stock of the surviving corporation shall be issued as per the attached schedule.
8. Shareholders of the merged corporation dissenting from this merger are entitled, if they comply with the provisions of Chapter 607 of the Florida General Corporation Act regarding the rights of dissenting shareholders, to be paid the fair value of their shares.
9. This agreement is made pursuant to and shall inure to the benefit of and be binding upon the merged corporation and the surviving corporation, and their respective successors and assigns.

In Witness Whereof, the duly authorized Officers of the merged and surviving corporations, acting on behalf of their corporations, have signed this Plan and agreed to the terms of merger on the date aforesaid.

Witness:


As to Surviving Corp.

THOMPSON PUMP AND MANUFACTURING COMPANY, INC.
Surviving Corporation


William F. Thompson, President

Witness:


As to Merged Corp.

THOMPSON PUMP & WELLPOINT CO., INC.
Merged Corporation


George A. Thompson
Vice President

358902

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

THOMPSON PUMP & EQUIPMENT CO., INC., a Mississippi corporation not
qualified in Florida

INTO

THOMPSON PUMP AND MANUFACTURING COMPANY, INC., a Florida
corporation, 358902.

File date: April 18, 1997

Corporate Specialist: Velma Shepard

358902

Shawn Mackey
Requestor's Name

P.O. Box 291370
Address

Port Orange, FL 32129-1370
City/State/Zip Phone #

3000002131483--3
-04/02/97--01090--002
****210.00 *****70.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
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(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

97 APR 18 AM 11:58
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

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	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
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	Reinstatement
	Trademark
	Other

Merger

VS APR 24 1997

Thompson Pump & Equipment Co., Inc. - Merged Company

Thompson Pump & Mfg Co., Inc. - Surviving Company

-Plan of Merger

-Articles of Merger

ARTICLES OF MERGER

Pursuant to Section 607.224 of the Florida General Corporation Act, Thompson Pump & Equipment Co., Inc., a Mississippi corporation and Thompson Pump and Manufacturing Company, Inc., a Florida corporation, adopt the following Articles of Merger for the purpose of merging Thompson Pump & Equipment Co., Inc., hereinafter referred to as the "merged" corporation into Thompson Pump and Manufacturing Company, Inc., hereinafter referred to as the "surviving" corporation.

FILED
97 APR 18 AM 11:53
SECRET
STATE OF FLORIDA

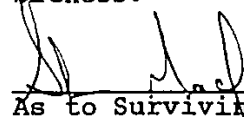
ARTICLE I

Be it know that the Plan of Merger dated the 15th day of December 1996, attached was duly approved by the stockholders of the aforementioned corporations pursuant to Section 607.394 of the Florida General Corporation Act (the "Act") on the 16th day of December 1996. The merged corporation shall be merged into the surviving corporation on the 31st day of December 1996 and shall thereafter continue as a single corporation.

ARTICLE II

Of the 50,000 outstanding shares of common stock, par value of \$ 1.00 (per share), of Thompson Pump & Equipment Company, Inc. entitled to vote as a class upon the Plan of Merger, the holders of all of these shares have consented and authorized the Plan by written consent in accordance with Section 607.394 of the Act. Of the 10,400 outstanding shares of common stock, par value of \$ 1.00 (per share), of Thompson Pump and Manufacturing Company, Inc. entitled to vote as a class upon the Plan of Merger, the holders of all of these shares have consented and authorized the Plan by written consent in accordance with Section 607.394 of the Act.

Witness:


As to Surviving Corp.

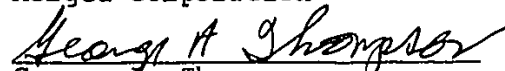
THOMPSON PUMP AND MANUFACTURING COMPANY, INC.
Surviving Corporation


William F. Thompson, President

Witness:


As to Merged Corp.

THOMPSON PUMP & EQUIP. CO., INC.
Merged Corporation


George A. Thompson
Vice President

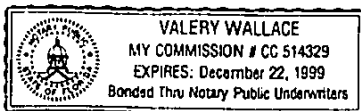
STATE OF FLORIDA
COUNTY OF VOLUSIA

Before me, the undersigned authority, personally appeared William F. Thompson, President of Thompson Pump and Manufacturing Company, Inc., a Florida Corporation, on behalf of said corporation, who is personally known to me to be the person described in and who subscribed the attached Articles of Merger and the Plan of Merger and that he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

In Witness Whereof, I have hereunto set my hand and my official seal, this 31st day of December 1996.

Valery Wallace
Valery Wallace

Notary Public, State of Florida



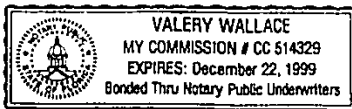
STATE OF FLORIDA
COUNTY OF VOLUSIA

Before me, the undersigned authority, personally appeared George A. Thompson, Vice President of Thompson Pump & Equipment Company, Inc., a Mississippi Corporation, on behalf of said corporation, who is personally known to me to be the person described in and who subscribed the attached Articles of Merger and the Plan of Merger and that he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

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Valery Wallace
Valery Wallace

Notary Public, State of Florida



THE PLAN OF MERGER

This Plan of Merger dated the 15th day of December 1996, by and between Thompson Pump and Manufacturing Company, Inc. hereinafter referred to as the "surviving corporation", and Thompson Pump & Equipment Co., Inc. hereinafter referred to as the "merged corporation" concur that:

Whereas, Thompson Pump and Manufacturing Company, Inc. organized and existing under the laws of the State of Florida, and Thompson Pump & Equipment Co., Inc., organized and existing under the laws of the State of Mississippi and

the surviving corporation and the merged corporation have agreed that the merged corporation shall merge into the surviving corporation upon the terms and conditions and in the manner set forth in this agreement and in accordance with the applicable laws of the State of Florida,


Now, therefore, in consideration of the mutual covenants, agreements, provisions, grants, warranties, and representations contained in this agreement and in order to consummate the transaction described above, the merged and surviving corporations further agree:

1. The merged corporation shall be merged into the surviving corporation on the 31st day of December 1996 and shall thereafter continue as a single corporation upon the terms and conditions of this agreement under the name of Thompson Pump and Manufacturing Company, Inc.
2. The purposes, the registered agent, the address of the registered office, the number of directors, and the capital stock of the surviving corporation shall be as appears in the Articles of Incorporation of the surviving corporation currently on file with the Office of the Secretary of State of the State of Florida. The terms and provisions of the Articles of Incorporation are incorporated into this agreement.
3. The bylaws of Thompson Pump and Manufacturing Company, Inc. in effect on the date of this merger shall be the bylaws of the surviving corporation.
4. The persons who make up the board of directors of Thompson Pump and Manufacturing Company, Inc. constitute the board of directors of the surviving corporation. Any vacancies must be filled in the manner provided for in the bylaws of the surviving corporation.
5. Persons who make up the corporate officers of Thompson Pump and Manufacturing Company, Inc. shall also be the corporate officers of the surviving corporation.
6. All assets, rights, liabilities and duties of the merged corporation shall then attach to the surviving corporation may be exercised by it or enforced against it to the same extent as if those rights, liabilities, and

- duties had been incurred or contracted by it.
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9. This agreement is made pursuant to and shall inure to the benefit of and be binding upon the merged corporation and the surviving corporation, and their respective successors and assigns.

In Witness Whereof, the duly authorized Officers of the merged and surviving corporations, acting on behalf of their corporations, have signed this Plan and agreed to the terms of merger on the date aforesaid.


Witness:


As to Surviving Corp.


THOMPSON PUMP AND MANUFACTURING COMPANY, INC.
Surviving Corporation


William F. Thompson, President

Witness:


As to Merged Corp.

THOMPSON PUMP & EQUIPMENT CO., INC.
Merged Corporation


George A. Thompson
Vice President