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MERGER OR SHARE EXCHANGE SEA RAY BOATS, INC.

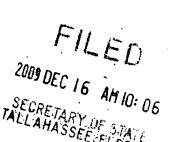
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12/16/2009



ARTICLES OF MERGER

(Profit Corporations)



The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

Name	Jurisdiction	Document Number (If known/ upplicable)
Sea Ray Boats, Inc.	Florida	408411
Second: The name and jurisdiction of	cach merging corporation:	
Name	<u>Jurisdiction</u>	Document Number (If known/ applicable)
Brunswick Bowling Pin Corporation	Delaware	N/A
Son Ray Boats, Inc.	Arizona	N/A
Wintergreen Finance Inc.	Delaware	N/A
Third: The Plan of Merger is attached Fourth: The merger shall become effe Department of State. at the close of business or	ective on the date the Articles	s of Merger are filed with the Florida
OR 12 / 31 / 2009 (Enter a s than 90	pecific date. NOTE: An effective days after merger file date.)	date cannot be prior to the date of filing or more
Fifth: Adoption of Merger by survive The Plan of Merger was adopted by the The Plan of Merger was adopted by the	shareholders of the survivir	ng corporation on
	older approval was not requi	
Sixth: Adoption of Merger by mergin The Plan of Merger was adopted by the		
The Plan of Merger was adopted by the	board of directors of the me older approval was not requir	

(Attach additional sheets if necessary)

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation	Signature of an Officer or Director	Typed or Printed Name of Individual & Title
Sea Ray Boats, Inc.	maraha Thung	Marsha T. Vanghn, Assistant Secretary
Brunswick Bowling Pin Corpora	Many a. Harte	Nancy A. Hartman, Assistant Secretary
Sen Ray Boats, Inc.	mush Thughn	Marsha T. Vaughn, Assistant Secretary
Wintergreen Finance Inc.	marsh-thughn	Marsha T. Vaughn, Assistant Secretary
	,	
	:	

FLORIDA PLAN OF MERGER

This PLAN OF MERGER was adopted for the purpose of merging Sea Ray Boats, Inc., an Arizona corporation ("Sea Ray Arizona"), Wintergreen Finance Inc., a Delaware corporation ("Wintergreen"), and Brunswick Bowling Pin Corporation, a Delaware corporation ("Brunswick Bowling Pin") with and into Sea Ray Boats, Inc., a Florida corporation ("Sea Ray Florida"). Sea Ray Florida is the surviving corporation and Sea Ray Arizona, Wintergreen and Brunswick Bowling Pin are the merging corporations.

- 1. Sea Ray Florida hereby merges Sea Ray Arizona, Wintergreen and Brunswick Bowling Pin with and into Sea Ray Florida.
- 2. The separate existence of Sea Ray Arizona, Wintergreen and Brunswick Bowling Pin shall cease upon the effective date of the merger pursuant to the provisions of the Arizona Business Corporation Act and the Delaware General Corporation Law, respectively, and Sea Ray Florida shall continue its existence as the surviving corporation pursuant to the provisions of the laws of the State of Florida.
- 3. The issued shares of Sea Ray Arizona, Wintergreen and Brunswick Bowling Pin shall not be converted in any manner, but each said share which is issued as of the effective date of the merger shall be surrendered and extinguished.
- 4. The Board of Directors and the proper officers of Sea Ray Arizona, Wintergreen, Brunswick Bowling Pin and of Sea Ray Florida, 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 herein provided for.
- 5. The mergers shall become effective at the close of business on December 31, 2009.