

579978

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merger

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08 AUG 21 PM 1:47
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08 AUG 21 PM 4:24
SECRETARY OF STATE
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

2021/08



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 686388 4726940

AUTHORIZATION

[Handwritten signature]

COST LIMIT : \$ 78.75

ORDER DATE : August 14, 2008

ORDER TIME : 1:29 PM

ORDER NO. : 686388-005

CUSTOMER NO: 4726940

ARTICLES OF MERGER

CRC ACQUISITION CORP.

INTO

CRANE RENTAL CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Heather Chapman

EXAMINER'S INITIALS: _____

ARTICLES OF MERGER
(Profit Corporations)

FILED

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

2008 AUG 21 PM 4:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Crane Rental Corporation</u>	<u>Florida</u>	<u>579978</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>CRC Acquisition Corp.</u>	<u>Indiana</u>	<u>IN 2008072201177</u>
<u> </u>	<u> </u>	<u>(not qualified in FL)</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

Third: The Plan of Merger is attached as Exhibit A.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR / / (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on August 21, 2008.

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on August 20, 2008.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

Typed or Printed Name of Individual & Title

on Johann & Leo Schick
Johann & Leo Schick

Julianne S. Lis-Milam, Vice President

CRC Acquisition Corp.

Julianne S. Lis-Milam, President

0.0 0.2 0.4 0.6 0.8 1.0

Figure 1. Schematic representation of the experimental design. The subjects were divided into two groups: the control group (n = 10) and the experimental group (n = 10). The control group received a standard diet (SD) and the experimental group received a high-fat diet (HFD). The subjects were divided into two groups: the control group (n = 10) and the experimental group (n = 10). The control group received a standard diet (SD) and the experimental group received a high-fat diet (HFD). The subjects were divided into two groups: the control group (n = 10) and the experimental group (n = 10). The control group received a standard diet (SD) and the experimental group received a high-fat diet (HFD).

0 100 200 300 400 500 600 700 800 900 1000

[illegible]

Age Group	Percentage
18-24	10%
25-34	15%
35-44	20%
45-54	25%
55-64	20%
65-74	15%
75-84	10%
85+	5%

[illegible]

EXHIBIT A

PLAN OF MERGER

THIS PLAN OF MERGER is dated as of the 21st day of August 2008.

WITNESSETH THAT:

A. CRC Acquisition Corp. ("Merging Corporation") is a corporation organized under the Indiana Business Corporation Law ("IBCL") on July 22, 2008.

B. Crane Rental Corporation ("Surviving Corporation") is a corporation organized under the Florida Business Corporation Act ("FBCA") on July 24, 1978.

C. The Board of Directors and shareholders of Merging Corporation and Surviving Corporation desire that Merging Corporation merge with and into Surviving Corporation pursuant to the provisions of the IBCL and FBCA in the manner set forth herein (the "Merger"), and have approved and adopted this Plan of Merger.

NOW, THEREFORE, the following Plan of Merger is adopted:

ARTICLE I

Parties to the Merger

Section 1.1. Surviving Corporation. The name of the corporation into which Merging Corporation proposes to merge is "Crane Rental Corporation", a Florida corporation, which name shall not change as a result of the Merger.

Section 1.2. Merging Corporation. The name of the entity proposing to merge with and into Surviving Corporation is "CRC Acquisition Corp.", an Indiana corporation.

ARTICLE II

Manner and Basis for Converting Shares; Terms and Conditions of the Merger

Section 2.1. The Merger.

(a) Effective Time of Merger. On the terms and subject to the conditions set forth in this Plan of Merger and in accordance with the IBCL and FBCA, the Merger shall be effective (the "Effective Time") upon the filing and approval of the Articles of Merger and this Plan by the Indiana Secretary of State and the Florida Department of State.

(b) Actions to be Taken Upon Effective Time of Merger. At the Effective Time: (i) Merging Corporation shall merge with and into Surviving Corporation; (ii) each Class A share of Merging Corporation issued and outstanding immediately prior to the Effective Time shall be converted into a right to receive one Class A common share of Surviving Corporation; (iii) each Class B share of Merging Corporation issued and outstanding immediately prior to the Effective Time shall be converted into a right to receive one Class B common share of Surviving Corporation; (iv) each issued and outstanding common share of Surviving Corporation held by Merging Corporation immediately prior to the Effective Time shall be canceled; (v) each remaining common share of Surviving Corporation issued and outstanding immediately prior to the Effective Time shall be converted into a right to receive 300,000 Class A shares of Surviving Corporation; and (vi) the separate existence of Merging Corporation shall cease.

Section 2.2. Further Assurances. If at any time Surviving Corporation shall consider or be advised that any further assignment, assurance or other action is necessary or desirable to vest in Surviving Corporation the title to any property or right of Merging Corporation or otherwise to carry out the purposes of this Plan of Merger, the proper officers of Merging Corporation shall execute and make all such proper assignments or assurances and take such other actions. The proper officers of Surviving Corporation are hereby authorized in the name of Merging Corporation to take any and all such actions.

ARTICLE III

Articles of Incorporation, Code of Bylaws, and Officers and Directors of Surviving Corporation

Section 3.1. Articles of Incorporation. The Articles of Incorporation of Surviving Corporation shall be amended and restated in the form attached hereto as Exhibit A at and as of the Effective Time.

Section 3.2. Code of Bylaws. The Code of Bylaws of Surviving Corporation in effect immediately prior to the Effective Time shall remain the Code of Bylaws of Surviving Corporation.

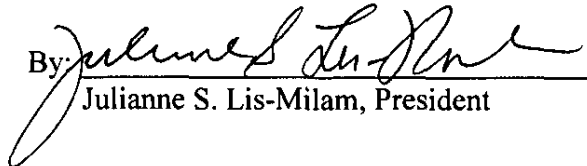
Section 3.3. Officers and Directors. The officers and directors of Surviving Corporation serving at the Effective Time shall continue in office as such until such officer's or director's successor has been elected or is otherwise removed or resigns.

Signature Page to Plan of Merger

"SURVIVING CORPORATION"
CRANE RENTAL CORPORATION

By: 
Julianne S. Lis-Milam, Vice President

"MERGING CORPORATION"
CRC ACQUISITION CORP.

By: 
Julianne S. Lis-Milam, President

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

CRANE RENTAL CORPORATION

ARTICLE I

Name

The name of the Corporation is Crane Rental Corporation.

ARTICLE II

Principal Office Address

The address of the Corporation's principal office is 170 N. Goldenrod Road, Orlando, Florida 32807.

ARTICLE III

Registered Office and Registered Agent

The name and street address of the Corporation's registered office in Florida are Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301.

Having been named as registered agent to accept service of process for the above stated corporation at the place designed in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Corporation Service Company

By: Heather Chapman
Printed Name: Heather Chapman
as its agent

8/18/08
Date

ARTICLE IV

Shares

A. Number of Authorized Shares. The Corporation is authorized to issue 100,000,000 shares of capital stock, no par value, consisting of 50,000,000 Class A common shares, no par value (the "Class A Shares"), and 50,000,000 Class B common shares, no par value (the "Class B Shares;" and the Class B Shares collectively with the Class A Shares the "Common Shares").

B. Class A Common Shares.

(a) Dividend Rights. Subject to the rights of any class or series of shares having a preference over the Common Shares with respect to dividends, the Board of Directors of the Corporation may elect to pay or declare and set apart for payment any dividends or other distributions on Class A Shares out of any funds legally available therefor, provided that the Board of Directors of the Corporation shall not pay or declare or set apart for payment (or elect to do so) any such dividend or other distribution unless it also pays or declares or sets apart for payment such dividend or other distribution on the Class B Shares as is required under Section C, clause (a) of this Article IV.

(b) Liquidation Rights. Subject to the rights of any class or series of shares having a preference over the Common Shares with respect to the distribution of the proceeds of the liquidation of the Corporation, in the event of a voluntary or involuntary liquidation, dissolution, or winding up of the Corporation, the holders of Class A Shares shall be entitled to receive, out of the assets of the Corporation legally available therefor, an amount per Class A Share such that the amount distributed with respect to each Class A Share is equal to the amount distributed with respect to each Class B Share.

(c) Conversion Rights.

(i) Each Class A Share may be converted into one Class B Share, as hereinafter provided. The Corporation shall, as soon as practicable after any Class A Shares are surrendered for conversion, issue and deliver to such holder of Class A Shares, or to the nominee or nominees of such holder, a certificate or certificates for the number of Class B Shares to which such holder shall be entitled as aforesaid. Such conversion shall be deemed to have been made immediately prior to the close of business on the date of such surrender of the Class A Shares to be converted, and the Person or Persons entitled to receive the Class B Shares issuable upon such conversion shall be treated for all purposes as the record holder or holders of such Class B Shares as of such date.

(ii) If the conversion is in connection with an underwritten offer of securities registered pursuant to the Securities Act of 1933, as amended, the conversion may, at the option of any holder tendering Class A Shares for conversion, be conditioned upon the closing with the underwriter of the sale of securities pursuant to such offering, in which event the Person(s) entitled to receive the Class B Shares issuable upon such conversion of the Class A Shares shall not be deemed to have converted such Class A Shares until immediately prior to the closing of such sale of securities. On or after the date of the occurrence of the closing of a public sale as set forth above, and in any event within ten days after receipt of notice, by mail, postage prepaid from the Corporation of the occurrence of closing, each holder of Class A Shares, who shall have elected to convert such shares at such time shall surrender such holder's certificates evidencing such shares at the principal office of the Corporation or at such other place as the Corporation shall designate, and shall thereupon be entitled to receive certificates

evidencing the number of Class B Shares into which such Class A Shares are converted. On the date of such closing, each holder of Class A Shares who shall have elected to convert such shares at such time shall be deemed to be a holder of record of the Class B Shares, as applicable, issuable upon such conversion, notwithstanding that (i) the certificates representing such Class A Shares shall not have been surrendered at the office of the Corporation, (ii) notice from the Corporation shall not have been received by any holder of Class A Shares, or (iii) the certificates evidencing such Class B Shares shall not then be actually delivered to such Person.

(d) Voting Rights. In any vote of shareholders of the Corporation, each holder of Class A Shares shall be entitled to cast one vote for each Class A Share owned by such holder.

C. Class B Common Shares.

(a) Dividend Rights. Subject to the rights of any class or series of shares having a preference over the Common Shares with respect to dividends, if the Board of Directors of the Corporation shall elect to pay or declare and set apart for payment any dividend or other distribution (other than one payable in Common Shares, Stock Purchase Rights (as defined below) or Convertible Securities (as defined below), as to which the next succeeding paragraph shall govern) on any Common Shares of the Corporation out of any funds legally available therefor, the holder of each Class B Share shall be entitled at such time to receive a dividend out of such legally available funds equal to the dividend payable with respect to each Class A Share.

If the Board of Directors of the Corporation shall elect to pay or declare and set apart for payment any dividend or other distribution on any Common Shares payable in Common Shares, Stock Purchase Rights or Convertible Securities, then the Common Shares so issued to the holders of Class B Shares in any such dividend or distribution, or upon the conversion of any Convertible Securities so issued to the holders of Class B Shares in any such dividend or distribution, or upon the exercise of any Stock Purchase Rights, or the conversion of any Convertible Securities issued upon the exercise of any Stock Purchase Rights, so issued to the holders of Class B Shares in any such dividend or distribution, shall be Class B Shares, and each holder of a Class B Share shall be entitled to receive in any such dividend or distribution the same number of Common Shares and the same number and type of Stock Purchase Rights and Convertible Securities as are received by each holder of a Class A Share and on the same terms, except that the Common Shares so issued or issuable to holders of Class B Shares shall be Class B Shares.

(b) Liquidation Rights. Subject to the rights of any class or series of shares having a preference over the Common Shares with respect to the distribution of the proceeds of the liquidation of the Corporation, in the event of a voluntary or involuntary liquidation, dissolution, or winding up of the Corporation, the holders of Class B Shares shall be entitled to receive, out of the assets of the Corporation legally

available therefor, an amount per Class B Share equal to the amount distributed per Class A Share.

(c) Conversion Rights.

(i) Each Class B Share may be converted into one Class A Share, as hereinafter provided. The Corporation shall, as soon as practicable after any Class B Shares are surrendered for conversion, issue and deliver to such holder of Class B Shares, or to the nominee or nominees of such holder, a certificate or certificates for the number of Class A Shares to which such holder shall be entitled as aforesaid. Such conversion shall be deemed to have been made immediately prior to the close of business on the date of such surrender of the Class B Shares to be converted, and the Person or Persons entitled to receive the Class A Shares issuable upon such conversion shall be treated for all purposes as the record holder or holders of such Class A Shares as of such date.

(ii) If the conversion is in connection with an underwritten offer of securities registered pursuant to the Securities Act of 1933, as amended, the conversion may, at the option of any holder tendering Class B Shares for conversion, be conditioned upon the closing with the underwriter of the sale of securities pursuant to such offering, in which event the Person(s) entitled to receive the Class A Shares issuable upon such conversion of the Class B Shares shall not be deemed to have converted such Class B Shares until immediately prior to the closing of such sale of securities. On or after the date of the occurrence of the closing of a public sale as set forth above, and in any event within ten days after receipt of notice, by mail, postage prepaid from the Corporation of the occurrence of closing, each holder of Class B Shares, who shall have elected to convert such shares at such time shall surrender such holder's certificates evidencing such shares at the principal office of the Corporation or at such other place as the Corporation shall designate, and shall thereupon be entitled to receive certificates evidencing the number of Class A Shares into which such Class B Shares are converted. On the date of such closing, each holder of Class B Shares who shall have elected to convert such shares at such time shall be deemed to be a holder of record of the Class A Shares, as applicable, issuable upon such conversion, notwithstanding that (i) the certificates representing such Class B Shares shall not have been surrendered at the office of the Corporation, (ii) notice from the Corporation shall not have been received by any holder of Class B Shares, or (iii) the certificates evidencing such Class A Shares shall not then be actually delivered to such Person.

(d) Voting Rights. So long as any Class B Shares are outstanding, the Corporation shall not, without the written consent or the affirmative vote at a meeting of at least two-thirds (2/3) of the total number of Class B Shares then outstanding, voting as a separate voting group (with each Class B Share being entitled to one vote), in any manner, whether by amendment to the Articles of Incorporation or By-Laws of the Corporation or otherwise, including as a result of any merger, consolidation or other similar transaction, amend or repeal any provision of, or add any provision to, the Corporation's Articles of Incorporation or By-Laws if such action would alter or change

the designations, relative rights, preferences or limitations of, or the restrictions provided for the benefit of, the Class B Shares so as to have an adverse effect on the Class B Shares. Except as otherwise required by Florida law, the holders of Class B Shares shall have no other voting rights.

(e) Notices of Record Date. In the event of any taking by the Corporation of a record of the holders of any class of securities for the purpose of determining the holders thereof who are entitled to vote or consent to any action or matter, to receive any dividend or other distribution, any right to subscribe for, purchase or otherwise acquire any shares of any class or any other securities or property, or to receive any other right, or otherwise, the Corporation shall mail to each holder of Class B Shares, at least 20 days prior to the record date specified therein, a notice specifying the record date for the purpose of such vote or consent, dividend, distribution or right or other thing, and the amount and character of such dividend, distribution or right or other thing.

D. Definitions.

"Convertible Securities" shall mean evidences of indebtedness, shares (including, without limitation, preferred shares) or other securities which are convertible into or exchangeable or exercisable for, with or without payment of additional consideration, Common Shares, either immediately or upon the arrival of a specified date or the happening of a specified event.

"Person" shall mean an individual, a corporation, an association, a joint-stock company, a business trust or other similar organization, a partnership, a joint venture, a trust, an unincorporated organization, or a government or any agency, instrumentality or political subdivision thereof.

"Stock Purchase Rights" shall mean any warrants, options or other rights to subscribe for, purchase or otherwise acquire any Common Shares or any Convertible Securities, either immediately or upon the arrival of a specified date or the happening of a specified event.

864093

Adoption of Amendments

These Amended and Restated Articles of Incorporation were approved by the Board of Directors and shareholders of the Corporation on August 21, 2008. The number of votes cast for these Amended and Restated Articles was sufficient for approval as required by the Florida Business Corporation Act.

[Signature Page Follows]

Signature Page to Amended and Restated Articles of Incorporation
for Crane Rental Corporation

Date: 8/21/08

CRANE RENTAL CORPORATION

By: Julianne S. Lis-Milam
Julianne S. Lis-Milam, Vice President