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Florida Department of State
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MERGER OR SHARE EXCHANGE

Moog Inc.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

S. TALLENT
JUL 02 2018

RECEIVED
18 JUN 29 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FL

Merger

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:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Moog Inc.	New York	67444 <u>248759</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Electro-Optical Imaging, Inc.	Florida	PG1000070927 *

Third: The Plan of Merger is attached.

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.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 _____.

The Plan of Merger was adopted by the board of directors of the surviving corporation on
June 28, 2018 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 _____.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on
June 28, 2018 and shareholder approval was not required.

(Attach additional sheets if necessary)

18 JUN 29 PM 12:37

FILED

PLAN OF MERGER

ELECTRO-OPTICAL IMAGING, INC.
(a Florida corporation)

INTO

MOOG INC.
(a New York corporation)

Pursuant to the Business Corporation Law of the State of New York and
the Business Corporation Act of the State of Florida

This Plan of Merger, dated June 28, 2018, has been unanimously adopted by all of the
committee members of the Executive Committee of Moog Inc., a New York corporation ("Moog")
pursuant to Section 905 of the Business Corporation Law of the State of New York and Section
607.1104 of the Business Corporation Act of the State of Florida:

1. **Names of Constituent Corporations:**
 - (a) The name of the constituent corporation to be merged is Electro-Optical Imaging, Inc., a Florida corporation (hereinafter, referred to as "EOI").
 - (b) The name of the surviving corporation is Moog Inc., a New York corporation originally formed under the name Moog Valve Co. Inc. (hereinafter, referred to as "Moog").
2. **Effective Date.** The effective date of the merger of EOI into Moog (the "Merger") will be upon the effective filing of Articles and a Plan of Merger with the Florida Secretary of State and a Certificate of Merger with the New York Department of State (the "Effective Date").
3. **Merger.** On the Effective Date, EOI will be merged with and into Moog, and Moog will continue to be governed by the laws of the State of New York, and the separate corporate existence of EOI will thereupon cease. The Merger will be pursuant to the provisions and with the effect as provided in the Business Corporation Law of the State of New York and the Business Corporation Act of the State of Florida.
4. **Issued and Outstanding Stock.**
 - (a) The designation and number of outstanding shares of each class of stock of EOI is 66,417 shares of common stock, with a par value of \$0.001 per

share, all of which are entitled to vote and all of which are owned by Moog. The number of shares is not subject to change prior to the Effective Date.

- (b) The designation and number of outstanding shares of each class of stock of Moog are 32,814,049 common shares, with \$1.00 par value per share ("Class A") and 4,236,063 common shares, with \$1.00 par value per share ("Class B"); all the Class A and Class B common shares are entitled to vote. Except for adjustments to the capital account in the ordinary course of business, these numbers of shares are not subject to change prior to the Effective Date.

5. Cancellation of Stock.

- (a) Upon the Effective Date, each issued and outstanding common share of EOI stock will be cancelled and cease to exist without any consideration being paid to the sole shareholder in respect thereof.
- (b) Upon the Effective date, each issued and outstanding Class A and Class B common share of Moog will remain unchanged, except as noted in 4.(b) above.

6. Certificate of Incorporation. On the Effective Date, the Certificate of Incorporation of Moog, as in effect immediately prior to the Effective Date, will be the Certificate of Incorporation of the surviving corporation.

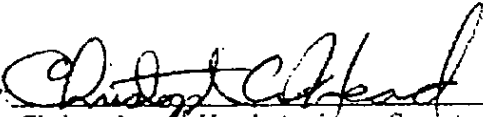
7. By-laws. On the Effective Date, the by-laws of Moog, as in effect immediately prior to the Effective Date, will be the by-laws of the surviving corporation.

8. Directors and Officers.

- (a) The persons who are directors of Moog immediately prior to the Effective Date will, on and after the Effective Date, continue as directors of the surviving corporation without change until their successors have been duly elected and qualified or until their earlier death, removal or resignation.
- (b) The persons who are officers of Moog immediately prior to the Effective Date will, on and after the Effective Date, continue as officers of the surviving corporation without change until their successors have been duly elected and qualified or until their earlier death, removal or resignation.

IN WITNESS WHEREOF, the Assistant Secretary of Moog Inc. has executed this Agreement as of the day and year first above written and hereby affirms, under penalties of perjury, that this Agreement is his act and deed.

MOOG INC.

By: 
Christopher A. Head, Assistant Secretary