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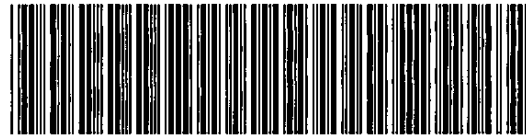
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FILED  
06 JUL 31 AM 10:00  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

August 1, 2006

Merger/CC  
@ 8.9.06

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** AERO CONTROLS, INC.  
(Name of Surviving Corporation)

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

MARY ANN BURNS, CFO  
(Contact Person)

AERO CONTROLS, INC.  
(Firm/Company)

P.O. Box 837  
(Address)

AUBURN, WA 98071-0837  
(City/State and Zip Code)

For further information concerning this matter, please call:

MARY ANN BURNS, CFO At ( 253 ) 269-3006  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

☒ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

**STREET ADDRESS:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**ARTICLES OF MERGER**

**OF**

**AERO CONTROLS, INC.**

**AND**

**AERO CONTROLS AVIONICS, INC.**

FILED  
06 JUL 31 AM 10:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To: The Secretary of State  
State of Washington

To: Amendment Section  
Florida Division of Corporations

Pursuant to the provisions of the Revised Code of Washington section 23B.11.050 and the Florida Statutes section 607.1105, the following Articles of Merger are executed for the purpose of merging Aero Controls Avionics, Inc., a Florida corporation ("Subsidiary"), with and into Aero Controls, Inc., a Washington corporation ("Parent").

1. The Plan of Merger for merging Subsidiary with and into Parent as adopted by the Board of Directors of Parent and the Board of Directors of Subsidiary on July 1, 2006 is attached hereto as Exhibit A.
2. Approval by the shareholders of Subsidiary or Parent was not required pursuant to RCW 23B.11.040 and Florida Statute section 607.1104.
3. The effective date and time of this filing and the merger herein provided for shall be 12:01 a.m. on August 1, 2006.

Dated this 1st day of July, 2006.

**EFFECTIVE DATE**

August 1, 2006

**AERO CONTROLS, INC.**

By: John Titus  
Name: John Titus  
Its: President

**AERO CONTROLS AVIONICS, INC.**

By: John Titus  
Name: John Titus  
Its: President

**Exhibit A**

**PLAN OF MERGER**  
**OF**  
**AERO CONTROLS, INC.**  
**AND**  
**AERO CONTROLS AVIONICS, INC.**

Pursuant to Section 23B.11.040 of the Revised Code of Washington, Section 607.1104 of the Florida Statutes, and this Plan of Merger, Aero Controls Avionics, Inc. a Florida corporation (hereinafter referred to as the "merging corporation" or "Subsidiary") will merge with and into Aero Controls, Inc., a Washington corporation (hereinafter referred to as the "surviving corporation" or "Parent"), such that Parent is the surviving corporation, on terms and conditions as follows:

1. **Merger.** The corporation shall be merged into a single corporation by the merging corporation merging with and into the surviving corporation, which corporation shall survive the merger pursuant to the provisions of RCW 23B.11.040, et seq and Florida Statutes Section 607.1104 et seq. Upon such merger, the separate corporate existence of the merging corporation shall cease and the surviving corporation shall become the owner, without other transfer, of all the rights and property of the merging corporation, and the surviving corporation shall become subject to all the debts and liabilities of the merging corporation in the same manner as if the surviving corporation had itself incurred them.
2. **Articles of Incorporation.** The Articles of Incorporation of Parent, in effect at the Effective Time, shall remain the Articles of Incorporation of the surviving corporation.
3. **Bylaws.** The Bylaws of Parent, in effect at the Effective Time, shall remain the Bylaws of the surviving corporation.
4. **Directors and Officers.** The directors and officers of Parent, in office at the Effective Time, shall, at the Effective Time of the merger, remain the directors and officers of the surviving corporation and shall hold such offices in accordance with and subject to the applicable provisions of the Articles of Incorporation and Bylaws of the surviving corporation, and applicable law.

5. Conversion of Shares. Each issued share of stock of Subsidiary shall, upon the Effective Time, be canceled and no stock in the surviving corporation shall be issued. The shares of stock of Parent shall not be converted, but each said share which is issued as of the Effective Time shall continue to represent one issued share of stock of the surviving corporation.
6. Effective Time. The effective date and time of the merger shall be 12:01 a.m. on August 1, 2006 (the "Effective Time").
7. Appraisal Rights. If applicable, shareholders of the Subsidiary, who, except for the applicability of section 607.1104, Florida Statutes, would be entitled to vote and who dissent from the merger pursuant to section 607.1321, Florida Statutes, may be entitled, if they comply with the provisions of the chapter 607 regarding appraisal rights of dissenting shareholders, to be paid the fair value of their shares.
8. Abandonment. The Board of Directors of the surviving corporation may, in its discretion, abandon this merger, at any time prior to the filing date of the Articles of Merger with the Washington Secretary of State and the Florida Division of Corporations.