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MERGER OR SHARE EXCHANGE  
SIMS RECYCLING SOLUTIONS, INC.

EFFECTIVE DATE  
6-30-12

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**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:

**EFFECTIVE DATE**

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (if known/ applicable)
<u>Sims Recycling Solutions, Inc.</u>	<u>Illinois</u>	<u>F09000002232</u>

6/30/12

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (if known/ applicable)
<u>Global Investment Recovery,</u>	<u>Florida</u>	<u>P95000091597</u>
<u>Incorporated</u>	<u></u>	<u></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.

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

OR 6 / 30 / 12. (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 \_\_\_\_\_

The Plan of Merger was adopted by the board of directors of the surviving corporation on June 28, 2012 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 June 28, 2012

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)



**PLAN OF MERGER**  
**(Non Subsidiaries)**

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

**First:** The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>Sirus Recycling Solutions, Inc.</u>	<u>Illinois</u>

**Second:** The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>Global Investment Recovery,</u>	<u>Florida</u>
<u>Incorporated</u>	<u></u>
<u></u>	<u></u>
<u></u>	<u></u>
<u></u>	<u></u>

**Third:** The terms and conditions of the merger are as follows:

See Exhibit A Attached

**Fourth:** The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

See Exhibit A Attached

*(Attach additional sheets if necessary)*

**EXHIBIT A**

**PLAN OF MERGER  
MERCING  
GLOBAL INVESTMENT RECOVERY, INCORPORATED  
INTO  
SIMS RECYCLING SOLUTIONS, INC.**

THIS PLAN OF MERGER (this "Plan of Merger"), has been duly adopted by Sims Recycling Solutions, Inc., a corporation organized under the laws of the State of Illinois (the "Surviving Corporation"), by resolution of its Board of Directors, and by Global Investment Recovery, Incorporated, a corporation organized under the laws of the State of Florida (the "Merging Corporation"), by resolution of its Board of Directors and of its sole stockholder.

NOW, THEREFORE, the parties hereto hereby agree as follows:

1. The Merging Corporation shall, pursuant to the provisions of the laws of the states of Florida and Illinois, be merged with and into the Surviving Corporation (the "Merger"), which shall be the surviving corporation at the effective time and date of the Merger (the "Effective Time"), and which shall continue to exist as said Surviving Corporation under its present name pursuant to the provisions of the Illinois Business Corporation Act of 1983, as amended (the "BCA"). The separate existence of the Merging Corporation shall cease at the Effective Time in accordance with the laws of the states of Florida and Illinois.

2. At the Effective Time, the Articles of Incorporation of the Surviving Corporation shall be its Articles of Incorporation and said Articles of Incorporation shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the BCA.

3. Each of the issued shares of capital stock of the Merging Corporation outstanding immediately before the Effective Time shall be cancelled. Each of the issued shares of capital stock of the Surviving Corporation outstanding immediately prior to the Effective Time shall not be converted or exchanged in any manner, but shall continue to represent one share of issued and outstanding capital stock in the Surviving Corporation.

4. The proper officers and authorized persons of the Merging Corporation and of the Surviving Corporation, 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 or of the Merger herein provided.

5. At any time prior to the Effective Time, the Surviving Corporation and the Merging Corporation may abandon the Merger.

6. The parties hereto agree that for United States federal income tax purposes, it is intended that the Merger qualify as a reorganization under Section 368(a) of the Internal Revenue Code of 1986, as amended (the "Code"), and that this Plan of Merger be adopted as a plan of reorganization for purposes of the Code.

7. The merger of Global Investment Recovery, Incorporated into the surviving corporation, shall be effective on June 30, 2012.