

F13000004091

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

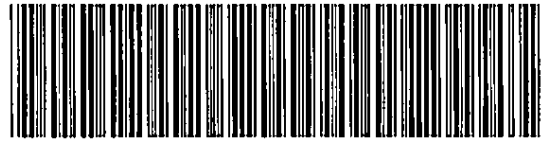
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only



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COVER LETTER

TO: Amendment Section Division of Corporations

SUBJECT: SALEM DISTRIBUTING COMPANY, INC.

Name of Corporation

DOCUMENT NUMBER: F13000004091

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

JENNIFER WEITZEL

Name of Contact Person

SALEM FABRICATION TECHNOLOGIES GROUP, INC.

Firm/Company

5901 GUN CLUB ROAD

Address

WINSTON-SALEM, NC 27103

City/State and Zip Code

JWEITZEL@SALEMFTG.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

JENNIFER WEITZEL

Name of Contact Person

at (336) 766-1104

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy

☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy

Mailing Address:

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

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F13000004091

(Document number of corporation (if known))

1. SALEM DISTRIBUTING COMPANY, INC

(Name of corporation as it appears on the records of the Department of State)

2. NORTH CAROLINA

3. 09/20/2013

(Incorporated under laws of)

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 10/01/2020

5. SALEM FABRICATION TECHNOLOGIES GROUP, INC.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

N/A

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A

(New jurisdiction)

8. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent N/A

(Florida street address)

New Registered Office Address: _____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
N/A			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

10. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

M.K. Willard

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Michael K. Willard

(Typed or printed name of person signing)

President/CEO

(Title of person signing)

FILING FEE \$35.00



NORTH CAROLINA

Department of the Secretary of State

To all whom these presents shall come, Greetings:

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF MERGER

OF

HHH TEMPERING RESOURCES, INC.

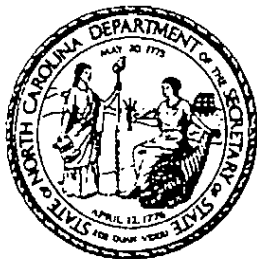
INTO

SALEM DISTRIBUTING COMPANY, INC.

WHICH CHANGED ITS NAME TO

SALEM FABRICATION TECHNOLOGIES, INC.

the original of which was filed in this office on the 23rd day of September, 2020.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 23rd day of September, 2020.

Elaine F. Marshall

Secretary of State

State of North Carolina
Department of the Secretary of State

SOSID: 0128515
Date Filed: 9/23/2020 9:42:00 AM
Effective: 10/1/2020
Elaine F. Marshall
North Carolina Secretary of State
C2020 266 00470

ARTICLES OF MERGER

Pursuant to North Carolina General Statute Sections 55-11-05(a), 55-11-12, 55A-11-09(d), 55A-11-04, 57D-9-42, 59-73.32(a) and 59-1072(a), as applicable, the undersigned entity does hereby submit the following Articles of Merger as the surviving business entity in a merger between two or more business entities.

1. The name of the surviving entity is Salem Distributing Company, Inc., a (check one)
☒ corporation, ☐ nonprofit corporation, ☐ professional corporation, ☐ limited liability company,
☐ limited partnership, ☐ partnership, ☐ limited liability partnership organized under the laws of
North Carolina (state or country).

2. The address of the surviving entity is:

Street Address: 5901 Gun Club Road City: Winston-Salem

State: North Carolina Zip Code: 27103 County: Forsyth

(a) (Complete only if the surviving business entity is a foreign business entity that is not authorized to transact business or conduct affairs in North Carolina.) The mailing address of the surviving foreign business entity is:

Street Address: _____ City: _____

State: _____ Zip Code: _____ County: _____

The Surviving foreign business entity will file a statement of any subsequent change in its mailing address with the North Carolina Secretary of State.

3. For each merging entity: (if more than one, complete on separate sheet and attach.)

The name of the merged entity is HHH Tempering Resources, Inc., a (check one)

☒ corporation, ☐ nonprofit corporation, ☐ professional corporation, ☐ limited liability company,
☐ limited partnership, ☐ partnership, ☐ limited liability partnership organized under the laws of

North Carolina (state or country).

The mailing address of each merging entity is: (if more than one, complete on separate sheet and attach)

Street Address: 5901 Gun Club Road City: Winston-Salem

State: NC Zip Code: 27103 County: Forsyth

4. If the surviving business entity is a domestic business entity, the text of each amendment, if any, to the Articles of Incorporation, Articles of Organization, or Certificate of Limited Partnership within the Plan of Merger is attached.

5. A Plan of Merger has been duly approved in the manner required by law by each of the business entities participating in the merger.

Provide the information in Items 6 and 7 below for a merger between a parent unincorporated entity and a subsidiary corporation or corporations. (§55-11-12)

6. The terms and conditions of the merger are attached. (§55-11-12 mergers only)
7. Information concerning the manner and basis of converting the interests in each merging business entity into interests, obligations, or securities of the surviving business entity, or into cash or other property in whole or in part, or of cancelling the interests is attached. (§55-11-12 mergers only)
8. These articles will be effective upon filing unless a delayed date and/or time is specified 10/1/20 at 12:01 am.

This the 18 day of September, 2020.

Salem Distributing Company, Inc.

M.K. Willard *Name of Entity*

Signature

Michael Willard, President

Type or Print Name and Title

NOTES:

1. Filing fee is \$50 for For-profit entities.
2. Filing fee is \$25 when the surviving business entity is a Non-profit corporation.
3. This document must be filed with the Secretary of State. Certificate(s) of Merger must be registered pursuant to the requirements of N.C.G.S. Section 47-18.1

EXHIBIT A

4. Pursuant to §55-10-06 of the General Statutes of North Carolina, the undersigned surviving corporation hereby submits the following Articles of Amendment for the purpose of Amending its Articles of Incorporation, in connection with the Plan of Merger.

The name of the corporation is: **Salem Distributing Company, Inc.**

The text of each amendment adopted is as follows: **The name of the corporation is: Salem Fabrication Technologies, Inc.**

The amendment was approved by shareholder action, and such shareholder approval was obtained as required by Chapter 55 of the North Carolina General Statutes.



NORTH CAROLINA

Department of the Secretary of State

To all whom these presents shall come, Greetings:

I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF CORRECTION

OF

SALEM FABRICATION TECHNOLOGIES GROUP, INC.

the original of which was filed in this office on the 28th day of September, 2020.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 28th day of September, 2020.

Elaine F. Marshall

Secretary of State

State of North Carolina
Department of the Secretary of State

SOSID: 0128515
Date Filed: 9/28/2020 3:43:00 PM
Effective: 10/1/2020
Elaine F. Marshall
North Carolina Secretary of State
C2020 272 00157

ARTICLES OF CORRECTION

Pursuant to §55D-14 of the General Statutes of North Carolina, the undersigned entity hereby submits these Articles of Correction for the purpose of correcting a document filed by the Secretary of State.

1. The name of the entity is: Salem Fabrication Technologies, Inc.

2. On the 23rd day of September, 2020, the business entity filed:

a. The following described document: Articles of Merger

-OR-

b. The attached document (Check here ☐ if applicable).

3. This document was incorrect in the following manner (specify the incorrect statement and the reason it is incorrect or the manner in which the execution was defective):

Exhibit A to the Articles of Merger incorrectly stated the new name of the Surviving Entity
following the effective date of the merger.

4. The incorrect matters stated in Item 4 above should be revised as follows or the corrected document may be attached:

The correct name of the Surviving Entity following the effective date is: "Salem Fabrication
Technologies Group, Inc." as shown on the attached corrected copy of the Articles of Merger.

This the 25th day of September, 2020.

Salem Fabrication Technologies, Inc.

Michael Willard
Name of Entity

Signature

Michael Willard, President

Type or Print Name and Title

NOTES:

1. Filing fee is \$10. This document must be filed with the Secretary of State.
2. For effective date of these Articles of Correction, see N.C.G.S. §55D-14.

*State of North Carolina
Department of the Secretary of State*

ARTICLES OF MERGER

Pursuant to North Carolina General Statute Sections 55-11-05(a), 55-11-12, 55A-11-09(d), 55A-11-04, 57D-9-42, 59-73.32(a) and 59-1072(a), as applicable, the undersigned entity does hereby submit the following Articles of Merger as the surviving business entity in a merger between two or more business entities.

1. The name of the surviving entity is Salem Distributing Company, Inc., a (check one)
☒ corporation, ☐ nonprofit corporation, ☐ professional corporation, ☐ limited liability company,
☐ limited partnership, ☐ partnership, ☐ limited liability partnership organized under the laws of
North Carolina (state or country).

2. The address of the surviving entity is:

Street Address: 5901 Gun Club Road City: Winston-Salem

State: North Carolina Zip Code: 27103 County: Forsyth

- (a) (Complete only if the surviving business entity is a foreign business entity that is not authorized to transact business or conduct affairs in North Carolina.) The mailing address of the surviving foreign business entity is:

Street Address: _____ City: _____

State: _____ Zip Code: _____ County: _____

The Surviving foreign business entity will file a statement of any subsequent change in its mailing address with the North Carolina Secretary of State.

3. For each merging entity: (if more than one, complete on separate sheet and attach.)

The name of the merged entity is HHH Tempering Resources, Inc., a (check one)

- ☒ corporation, ☐ nonprofit corporation, ☐ professional corporation, ☐ limited liability company,
☐ limited partnership, ☐ partnership, ☐ limited liability partnership organized under the laws of

North Carolina (state or country).

The mailing address of each merging entity is: (if more than one, complete on separate sheet and attach)

Street Address: 5901 Gun Club Road City: Winston-Salem

State: NC Zip Code: 27103 County: Forsyth

4. If the surviving business entity is a domestic business entity, the text of each amendment, if any, to the Articles of Incorporation, Articles of Organization, or Certificate of Limited Partnership within the Plan of Merger is attached.

5. A Plan of Merger has been duly approved in the manner required by law by each of the business entities participating in the merger.

Provide the information in Items 6 and 7 below for a merger between a parent unincorporated entity and a subsidiary corporation or corporations. (§55-11-12)

6. The terms and conditions of the merger are attached. (§55-11-12 mergers only)
7. Information concerning the manner and basis of converting the interests in each merging business entity into interests, obligations, or securities of the surviving business entity, or into cash or other property in whole or in part, or of cancelling the interests is attached. (§55-11-12 ~~mergers~~ only)
8. These articles will be effective upon filing unless a delayed date and/or time is specified 10/1/20 at 12:01 am.

This the 18 day of September, 2020.

Salem Distributing Company, Inc.

M. K. Willard *Name of Entity*

Signature

Michael Willard, President

Type or Print Name and Title

NOTES:

1. Filing fee is \$50 for For-profit entities.
2. Filing fee is \$25 when the surviving business entity is a Non-profit corporation.
3. This document must be filed with the Secretary of State. Certificate(s) of Merger must be registered pursuant to the requirements of N.C.G.S. Section 47-18.1

EXHIBIT A

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The name of the corporation is: **Salem Distributing Company, Inc.**

The text of each amendment adopted is as follows: **The name of the corporation is: Salem Fabrication Technologies Group, Inc.**

The amendment was approved by shareholder action, and such shareholder approval was obtained as required by Chapter 55 of the North Carolina General Statutes. 