

# F18535

CORPORATION(S) NAME

1. March Plasma Systems, Inc.  
2. Advanced Plasma Systems, Inc.  
merging into: March Plasma Systems, Inc.

FILED  
2002 OCT 17 PM 12:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- |  |   |   |
|--|---|---|
| <input type="checkbox"/> Profit              | <input type="checkbox"/> Amendment              | <input checked="" type="checkbox"/> Merger  |
| <input type="checkbox"/> Nonprofit           |   |   |
| <input type="checkbox"/> Foreign             | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
|  | <input type="checkbox"/> Reinstatement          |   |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> LLC                 | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> Change of RA       |
|  | <input type="checkbox"/> Fictitious Name        | <input type="checkbox"/> UCC                |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> Photocopies            | <input type="checkbox"/> CUS                |
| <input type="checkbox"/> Call When Ready     | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> After 4:30         |
| <input checked="" type="checkbox"/> Walk In  | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out            |   |   |

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Verifier \_\_\_\_\_  
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10/17/02

*File 15c*

*ng*

Order#: 5640357

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-10/17/02 --01019--025

Ref#: \*\*\*\*\*70.00 \*\*\*\*\*70.00

Amount: \$ \_\_\_\_\_

C. Coulliette OCT 17 2002

ARTICLES OF MERGER  
Merger Sheet

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MERGING:

ADVANCED PLASMA SYSTEMS, INC., a Florida corporation, F18535

INTO

**MARCH PLASMA SYSTEMS, INC.**, a California entity not qualified in Florida.

File date: October 17, 2002

Corporate Specialist: Cheryl Coulliette

**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, F.S.

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

<u>Name</u>	<u>Jurisdiction</u>
<u>March Plasma Systems, Inc.</u>	<u>California</u>

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

<u>Name</u>	<u>Jurisdiction</u>
<u>Advanced Plasma Systems, Inc.</u>	<u>Florida</u>

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**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 in the future.)

**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 October 8, 2002 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 October 8, 2002.

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)*

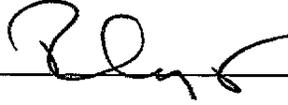
**Seventh: SIGNATURES FOR EACH CORPORATION**

Name of Corporation

Signature

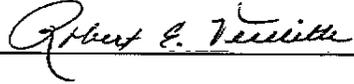
Typed or Printed Name of Individual & Title

March Plasma Systems,  
Inc.



RAYMOND L. CUSHING, TREASURER

Advanced Plasma Systems,  
Inc.



ROBERT E. VEILLETTE, SECRETARY

## PLAN OF MERGER

The following Plan of Merger is submitted in compliance with Section 607.1101, F.S. 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>
March Plasma Systems, Inc.	California

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

<u>Name</u>	<u>Jurisdiction</u>
Advanced Plasma Systems, Inc.	Florida

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

The merger is intended to qualify as a reorganization under Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended. Nordson Corporation, an Ohio corporation, owns all of the outstanding capital stock of March Plasma Systems, Inc. and Advanced Plasma Systems, Inc. Immediately prior to the merger, Nordson Corporation will transfer to March Plasma Systems, Inc. all issued and outstanding common shares of Advanced Plasma Systems, Inc. At the effective time of the merger, Advanced Plasma Systems, Inc. shall be merged into March Plasma Systems, Inc., which shall be the surviving corporation. The articles of incorporation of March Plasma Systems, Inc. will be the articles of incorporation of the surviving corporation, until amended in accordance with law.

**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 corporation or any other corporation or, in whole or in part, into cash or other property are as follows:

At the effective time of the merger, all issued and outstanding shares of Advanced Plasma Systems, Inc. will be canceled, and all issued and outstanding shares of March Plasma Systems, Inc. will remain outstanding as common shares of the surviving corporation, March Plasma Systems, Inc.