

FL010445

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H16000105566 3)))



H160001055663ABC/

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6380

From:

Account Name : HOLBROOK, AKEL, COLD, RAY & REICHARD, P.A.
Account Number : I20020000128
Phone : (904)356-6311
Fax Number : (904)356-7330

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: KCOLD@HACSR.COM

MERGER OR SHARE EXCHANGE
NFC Construction & Rental Co.

Certificate of Status	1
Certified Copy	0
Page Count	07
Estimated Charge	\$78.75

merger/crs

MAY - 9 2016

I ALBRITTON

FILED
2016 MAY -6 AM 8:05
SEC
FALL 4-6

ARTICLES OF MERGER

ARTICLES OF MERGER dated the 1st day of March, 2016, among ALPHA EQUIPMENT SALES & RENTAL CO., a Florida corporation, hereinafter called "Alpha," and NFC CONSTRUCTION & RENTAL CO., a Florida corporation, hereinafter called "NFC."

Alpha is a corporation organized and existing under the laws of the State of Florida, with 7,500 shares of authorized common stock of no par value. NFC is a corporation organized under the laws of the State of Florida with 7,500 shares authorized common stock of no par value.

The Board of Directors of Alpha and NFC, respectively, deem it desirable and in the best interest of the corporations and their stockholders that Alpha be merged into NFC, and the corporations desire that they so merge under and pursuant to the laws of the State of Florida.

NOW, THEREFORE, IN CONSIDERATION OF THE PREMISES AND THE MUTUAL COVENANTS AND AGREEMENTS HEREIN SET FORTH, AND FOR THE PURPOSES OF PRESCRIBING THE TERMS AND CONDITIONS OF THE MERGER, THE PARTIES AGREE AS FOLLOWS:

1. As soon as the stockholders of Alpha and NFC have approved this merger, Alpha shall be deemed to have merged with and into NFC, which shall survive the merger and which shall have the same name as heretofore. The effective date of the merger shall be the date these Articles of Merger are filed with the

Florida Secretary of State.

2. The name of the surviving corporation shall be NFC CONSTRUCTION & RENTAL CO. The purposes for which the surviving corporation is formed and the nature of the business to be transacted by it shall be as set forth in the original Articles of Incorporation of NFC.

3. On the effective date of the merger, the By-laws of NFC shall be the By-laws of the surviving corporation until the same shall be altered, amended or repealed, or until new By-laws shall be adopted, in accordance with the provisions thereof.

4. The Board of Directors of the surviving corporation shall consist of the present directors of NFC who shall hold office until the next annual meeting of the stockholders of the surviving corporation, and until their successors have been elected and qualified. The present officers of NFC shall also hold office until their successors have been duly elected and qualified.

5. On the effective date of the merger, the total amount of capital stock of the surviving corporation to be authorized shall be 7,500 shares of no par value stock. On the effective date of the merger, all of the shares of Alpha will be cancelled and retired, by virtue of the merger and without any action on the part of the holders thereof. Each holder of certificates representing the shares of NFC outstanding immediately prior to the date of the merger will hold the same

number of shares, with identical designations, preferences, limitations and relative rights, immediately after the merger.

6. On the effective date of the merger, all of the property, rights, privileges and franchises, of whatsoever nature and description of Alpha, including any choses in action belonging to it, shall be transferred to, vested in and shall devolve upon the surviving corporation, without further act or deed; and all property rights, privileges and franchises, and every other interest, shall be as effectually the property of the surviving corporation as they were of the respective corporation, and the title to all real estate vested in either of the corporations shall not be deemed to revert or to be in any way impaired by reason of the merger, but shall be vested in the surviving corporation. All debts, liabilities and duties of the respective corporations shall, thereafter, be assumed by and attached to the surviving corporation, and may be enforced against it to the same extent as if such debts, liabilities and duties have been incurred or contracted by the surviving corporation.

7. The surviving corporation shall pay all expenses of the merger agreement and reserves the right to subsequently amend its Certificate of Incorporation at any time hereafter, in accordance with the provisions of the laws of the State of Florida.

IN WITNESS WHEREOF, the parties to this Agreement have caused these presents to be executed in their corporate names, by their presidents, with the corporate seals affixed, all as of the 1st day of March, 2016.

Attest:

ALPHA EQUIPMENT SALES & RENTAL CO.

Carol S. King
Secretary

(Corporate Seal)

By [Signature]
President

NFC CONSTRUCTION & RENTAL CO.

Attest:

Joy L. Jones
Secretary

(Corporate Seal)

By [Signature]
President

STATE OF FLORIDA
COUNTY OF DUVAL

April I hereby certify that on this 26th day of April, 2016, before me, an officer duly authorized to take acknowledgements, personally appeared [Signature] as Vice President of ALPHA EQUIPMENT SALES & RENTAL CO., who is personally known to me, or () who has produced a Florida Driver's License as identification, and who did take an oath and personally appeared before me.

[Signature]

Notary Public, State of Florida

Print Name:

My Commission Expires:

Commission Number:



SHEILA W. LEWIS
Notary Public, State of Florida
My Comm. Expires Feb. 28, 2018
Commission No. FF 73159

STATE OF FLORIDA
COUNTY OF DUVAL

I hereby certify that on this 25th day of April, 2011, before me, an officer duly authorized to take acknowledgements, personally appeared Michael G. Whitney, as President of NFC CONSTRUCTION & RENTAL CO., (X) who is personally known to me, or () who has produced a Florida Driver's License as identification, and who did take an oath and personally appeared before me.

Sheila W. Lewis

Notary Public, State of Florida

Print Name:

My Commission Expires:

Commission Number:



SHEILA W. LEWIS
Notary Public, State of Florida
My Comm. Expires Feb. 28, 2018
Commission No. FF 73159

CERTIFICATE OF APPROVAL BY STOCKHOLDERS

The undersigned hereby certifies that (s)he is the Secretary of ALPHA EQUIPMENT SALES & RENTAL CO. and that the foregoing Articles of Merger of ALPHA EQUIPMENT SALES & RENTAL CO. into NFC CONSTRUCTION & RENTAL CO. was unanimously approved by the owners of 100% of the issued and outstanding stock of Alpha at a Special Meeting of the Stockholders held at Jacksonville, Florida on the 1st day of March, 2016, and that the approval of said merger remains in full force and effect and has not been modified or rescinded in any way.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 1st day of March, 2016, as Secretary of ALPHA EQUIPMENT SALES & RENTAL CO. at Jacksonville, Florida.

Carol King
_____, Secretary

CERTIFICATE OF APPROVAL BY STOCKHOLDERS

The undersigned hereby certifies that (s)he is the Secretary of NFC CONSTRUCTION & RENTAL CO. and that the foregoing Articles of Merger of ALPHA EQUIPMENT SALES & RENTAL CO. into NFC CONSTRUCTION & RENTAL CO. was unanimously approved by the owners of 100% of the issued and outstanding stock of NFC CONSTRUCTION & RENTAL CO. at a Special Meeting of the Stockholders held at Jacksonville, Florida on the 1st day of March, 2016, and that the approval of said merger remains in full force and effect and has not been modified or rescinded in any way.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 1st day of March, 2016, as Secretary of NFC CONSTRUCTION & RENTAL CO. at Jacksonville, Florida.

Jay L. Jones
Secretary