

Division of Corporations

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Florida Department of State
Division of Corporations
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MERGER OR SHARE EXCHANGE FINZER ROLLER OF FLORIDA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

Merger

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF MERGER
OF
FINZER ROLLER OF FLORIDA, INC.
AND
FINZER ROLLER, INC.

To the Department of State
State of Florida

FILED
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TALLAHASSEE, FLORIDA
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Pursuant to the provisions of the Florida Business Corporation Act, the domestic wholly-owned subsidiary business corporation and the foreign parent business corporation herein named do hereby adopt the following articles of merger.

FIRST: Annexed hereto and made a part hereof is the Plan of Merger for merging Finzer Roller of Florida, Inc., a Florida corporation, with and into Finzer Roller, Inc., an Illinois corporation, as approved by the Board of Directors of Finzer Roller of Florida, Inc. on December 23, 2013 and adopted at a meeting by the Board of Directors of Finzer Roller, Inc. on December 23, 2013.

SECOND: The merger of Finzer Roller of Florida, Inc. with and into Finzer Roller, Inc. is permitted by the laws of the jurisdiction of organization of Finzer Roller, Inc. and has been authorized in compliance with said laws. The date of adoption of the Plan of Merger by the Board of Directors of Finzer Roller of Florida, Inc. was December 23, 2013.

THIRD: Shareholder approval was not required for the merger.

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Executed on this 23 day of December, 2013.

FINZER ROLLER OF FLORIDA, INC.

By: 
David M. Finzer, President

FINZER ROLLER, INC.

By: 
David M. Finzer, President

(4091970)

Florida Subsidiary Merger • Domestic Subsidiary into
Foreign Parent Corporation 1/96 - 2

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PLAN OF MERGER
OF
FINZER ROLLER OF FLORIDA, INC.
AND
FINZER ROLLER, INC.

1. Finzer Roller, Inc., which is a business corporation of the State of Illinois, and is the owner of all of the outstanding shares of Finzer Roller of Florida, Inc., which is a business corporation of the State of Florida, hereby merges Finzer Roller of Florida, Inc. into Finzer Roller, Inc. pursuant to the provisions of the Florida Business Corporation Act, and in compliance with the provisions of the Illinois Business Corporation Act, the jurisdiction of organization of Finzer Roller, Inc.

2. The separate existence of Finzer Roller of Florida, Inc. shall cease at the effective time and date of the merger, and Finzer Roller, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the laws of Illinois.

3. The issued shares of Finzer Roller of Florida, Inc. shall not be converted in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall, at the effective time and date of the merger, be surrendered and extinguished.

4. The Board of Directors and the proper officers of Finzer Roller of Florida, Inc. and of Finzer Roller Inc. 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 for.

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