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F94000000555

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Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301

City

State

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Phone

CORPORATION(S) NAME

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Merger

HSC International, Inc

merging into:

Thoro Worldwide, Inc

- ☐ Profit ☐ Amendment ☒ Merger
- ☐ NonProfit ☐ Dissolution/Withdrawal ☐ Mark
- ☐ Limited Liability Company ☐ Other
- ☐ Foreign ☐ Annual Report ☐ Change of R.A.
- ☐ Limited Partnership ☐ Reservation ☐ Fictitious Name
- ☐ Reinstatement ☐ Photo Copies ☐ CUS
- ☐ Limited Liability Partnership ☐ Call if Problem ☐ After 4:30
- ☒ Certified Copy ☐ Will Wait ☒ Pick Up
- ☐ Call When Ready ☐ Walk In ☐ Mail Out

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99 MAR 30 PM 1:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

99 MAR 30 AM 10:23

DIVISION OF CORPORATION

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THANKS
Connie

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3/30

ARTICLES OF MERGER
Merger Sheet

MERGING:

HSC INTERNATIONAL, INC., a Florida corporation P97000108834

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INTO

THORO WORLDWIDE, INC., a Delaware corporation, F94000000555

File date: March 30, 1999

Corporate Specialist: Annette Ramsey

ARTICLES OF MERGER

OF

HSC INTERNATIONAL, INC.
(a Florida corporation)

AND

THORO WORLDWIDE, INC.
(a Delaware corporation)

99 MAR 30 PM 1:18
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned corporations hereby submit these Articles of Merger pursuant to Section 607.1105 of the Florida Business Corporation Act (the "Florida Statutes"), and certify that:

1. HSC International, Inc., a Florida corporation (the "Merging Subsidiary"), and a wholly-owned subsidiary of Thoro Worldwide, Inc., a Delaware corporation (the "Parent"), shall be merged with and into the Parent, which shall be the surviving corporation (the "Surviving Corporation").

2. The Plan of Merger (as hereinafter defined) pursuant to which the Merging Subsidiary shall be merged with and into the Parent (the "Merger") was adopted pursuant to Section 253 of the Delaware General Corporation Law by the Board of Directors of the Parent (the sole shareholder of the Merging Subsidiary) on March 30, 1999 and by the Board of Directors of the Merging Subsidiary on March 30, 1999. The Plan of Merger was adopted by the sole shareholder of the Parent on March 30, 1999 and by the sole shareholder of the Merging Subsidiary on March 30, 1999.

3. The Merger shall become effective (the "Effective Time") as of the later of the filing of the Certificate of Ownership and Merger with the Secretary of State of the State of Delaware and the filing of these Articles of Merger with the Secretary of State of the State of Florida.

4. The Merger shall be carried out in accordance with the following plan of merger (the "Plan of Merger"):

A. All of the issued and outstanding shares of common stock of the Merging Subsidiary are presently owned and held by the Parent. Parent, as the sole shareholder of the Merging Subsidiary, has agreed that no additional shares of Parent common stock, or other securities, cash or other property, shall be issued by Parent or any other corporation in conversion of, or in exchange for, the Merging Subsidiary common stock. Therefore, upon the Effective Time, without any further action on the part of any party, each issued and outstanding share of

common stock of the Merging Subsidiary shall be canceled. Share certificates which, prior to the Effective Time, represented shares of common stock of the Merging Subsidiary shall be deemed canceled as of the Effective Time.

B. The Parent, which is the sole shareholder of the Merging Subsidiary, has approved the Merger. There are no holders of shares of common stock of the Merging Subsidiary who may dissent from the Merger pursuant to Section 607.1320 of the Florida Statutes and thereby be entitled, upon compliance with the provisions of the Florida Statutes regarding the rights of dissenting shareholders, to be paid the fair value of their shares.

5. The Board of Directors of Parent, as the sole shareholder of the Merging Subsidiary, by action approved March 30, 1999, waived the requirement to receive by mail a copy of the Plan of Merger in accordance with Section 607.1104(3) of the Florida Statutes.

[REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, these Articles of Merger have been executed on behalf of the constituent corporations by their authorized officers as of March 30, 1999.

HSC INTERNATIONAL, INC.

By: Larry L. Austin
Name: Larry Austin
Title: President

THORO WORLDWIDE, INC.

By: Larry L. Austin
Name: Larry Austin
Title: President