L03000045366

# Florida Department of State
## Division of Corporations
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## MERGER OR SHARE EXCHANGE

**ALS HOLDING I, LLC**

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## ARTICLES OF MERGER

The following articles of merger are being submitted to merge the following Florida Limited Liability Company in accordance with section 608.4382, Florida Statutes.

FIRST: The exact name, address, form/entity type, and jurisdiction for each merging party are as follows:

| Name & Address | Jurisdiction | Form/Entity Type |
|---|---|---|
| **ALS Holding I, LLC**<br>**6600 Corporate Center Parkway**<br>**Jacksonville, Florida 32216**<br><br>**Florida Document/Registration Number**<br>**L03000045366** | **Florida** | **Limited Liability Company** |
| **ALS Holding II, LLC**<br>**6600 Corporate Center Parkway**<br>**Jacksonville, Florida 32216**<br><br>**Florida Document/Registration Number**<br>**L03000045369** | **Florida** | **Limited Liability Company** |

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SECOND: The exact name, address, form/entity type, and jurisdiction of the surviving party are as follows:

| Name | Jurisdiction | Form/Entity Type |
|---|---|---|
| **ALS Holding I, LLC**<br>**6600 Corporate Center Parkway**<br>**Jacksonville, Florida 32216**<br><br>**Florida Document/Registration Number**<br>L03000045366 | **Florida** | **Limited Liability Company** |

THIRD: The attached Plan of Merger was approved by each domestic limited liability company that is a party to the merger in accordance with the applicable provisions of Chapter 608, Florida Statutes.

FOURTH: The merger will become effective as of June 28, 2007.

[Signatures appear on the following page]

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| | |
|---|---|
| **ALS HOLDING I, LLC.** | **ALS HOLDING II, LLC.** |
| By: Acosta, Inc., its sole and managing member | By: Acosta, Inc., its sole and managing member |
| By: Sandra C. Ramsey | By: Sandra C. Ramsey |
| Name: Sandra C. Ramsey | Name: Sandra C. Ramsey |
| Its: Senior Vice President & Treasurer | Its: Senior Vice President & Treasurer |

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## PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section 608.4381 and is being submitted in accordance with section 608.438, Florida Statutes.

FIRST: The exact name and jurisdiction of each merging party are as follows:

| Name | Jurisdiction |
|---|---|
| ALS Holding I, LLC. (L03000045366) | Florida |
| ALS Holding II, LLC (L03000045369) | Florida |

SECOND: The exact name and jurisdiction of the surviving party are:

| Name | Jurisdiction |
|---|---|
| ALS Holding I, LLC (L03000045366) | Florida |

THIRD: The terms and conditions of the merger are as follows:

**The membership interests of ALS Holding II, LLC are extinguished and canceled.**

**The membership interests in ALS Holding I, LLC are unchanged. The organizational documents of ALS Holding I, LLC shall continue to govern the surviving entity.**

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

**The membership interests of ALS Holding II, LLC will not be converted into interests of the surviving entity, cash or other property.**

B. The manner and basis of converting rights to acquire interest, shares, obligations or other securities or each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

**The membership interests in the surviving entity are unchanged and shall represent the sole ownership interests in the surviving entity.**

FIFTH: Acosta, Inc., a Delaware corporation, is the sole and managing member of the surviving entity and its business address is 6600 Corporate Center Parkway, Jacksonville, Florida 32216.

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**ALS HOLDING I, LLC**
By: Acosta, Inc., its sole and managing member

By: Sandra C. Ramsey
Name: Sandra C. Ramsey
Its: Senior Vice President & Treasurer

**ALS HOLDING II, LLC**
By: Acosta, Inc., its sole and managing member

By: Sandra C. Ramsey
Name: Sandra C. Ramsey
Its: Senior Vice President & Treasurer

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