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(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

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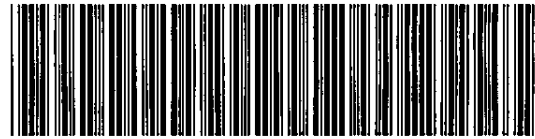
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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14 JUN 30 PM 11:01

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LAW OFFICES
DAVID M. PRESNICK, P.A.

Reply To:

E-Mail: david@presnicklaw.com

David M. Presnick

Of Counsel:

Bradly Roger Bettin, Sr., P.A.

Mariner Square
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Cocoa, Florida 32922
Telephone (321) 639-3764
Fax (321) 639-3911

June 27, 2014

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

VIA FEDERAL EXPRESS

RE: Merger of Reason Enterprises, Inc., a Florida corporation into V and N Advanced Automation Systems, LLC, a Florida limited liability company

Dear Ladies and Gentlemen:

Enclosed for filing is Articles of Merger in regard to the above two (2) entities. The surviving entity will be V and N Advanced Automation Systems, LLC, a Florida limited liability company.

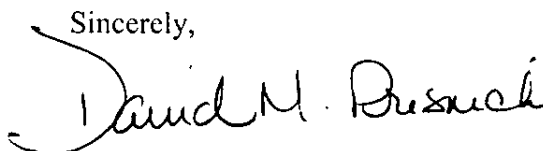
In addition is our check in the amount of \$122.50 to cover the filing fee as follows:

1.	Articles of Merger for two entities:	\$ 70.00	
2.	Certified copy of Articles:	\$ 52.50	- \$30
	Total	\$122.50	

We appreciate it if you would send the certified Articles of Merger to the undersigned at the address listed above.

Should you have any questions regarding the foregoing, please call.

Sincerely,



David M. Presnick

KR

cc: Tito C. Visi

FILED
SECRETARY OF STATE
14 JUN 30 AM 11:01

**ARTICLES OF MERGER
OF
REASON ENTERPRISES, INC.
INTO
V AND N ADVANCED AUTOMATION SYSTEMS, LLC**

ARTICLES OF MERGER between **REASON ENTERPRISES, INC.**, a Florida corporation and **V AND N ADVANCED AUTOMATION SYSTEMS, LLC**, a Florida limited liability company.

Pursuant to §607.1108 and §605.1025, Florida Statutes, Reason Enterprises, Inc. and V and N Advanced Automation Systems, LLC adopt the following Articles of Merger.

ARTICLE I

The Agreement and Plan of Merger dated June 23, 2014, (the "Plan of Merger") between Reason Enterprises, Inc., a Florida corporation and V and N Advanced Automation Systems, LLC, a Florida limited liability company was approved and adopted by both the shareholders and the members of the Board of Directors of Reason Enterprises, Inc. on June 23, 2014, in accordance with the applicable provisions of Chapter 607 of the Florida Statutes, and was approved and adopted by the Managers and Members of V and N Advanced Automation Systems, LLC on June 23, 2014, in accordance with the applicable provisions of Chapter 605 of the Florida Statutes.

ARTICLE II

Pursuant to the Plan of Merger, all issued and outstanding shares of stock of Reason Enterprises, Inc. will be acquired by means of a merger of Reason Enterprises, Inc. into V and N Advanced Automation Systems, LLC, the surviving entity (the "Merger").

ARTICLE III

The Plan of Merger is attached hereto as Exhibit "A" and incorporated herein by this reference.

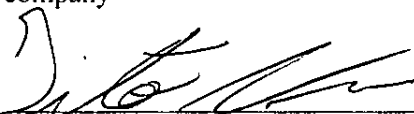
ARTICLE IV

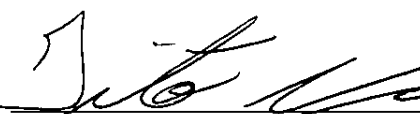
Pursuant to §607.1108(4)(b) and §605.1025, Florida Statutes, the effective date of the Merger shall be June 30, 2014.

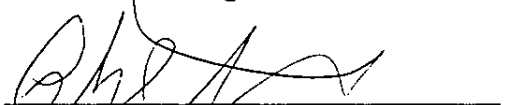
IN WITNESS WHEREOF, the parties have set their hands this 23 day of June, 2014.

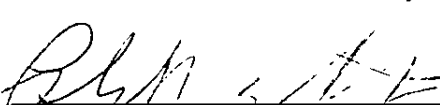
**V AND N ADVANCED AUTOMATION
SYSTEMS, LLC**, a Florida limited liability
company

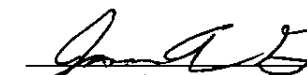
REASON ENTERPRISES, INC., a Florida
corporation


Tito C. Visi, Manager & Member


Tito C. Visi, President & Secretary


Philip A. Napolitano, Manager & Member


Philip A. Napolitano, Vice President


Jason A. Gass, Member

**AGREEMENT AND PLAN OF MERGER
OF
REASON ENTERPRISES, INC.
INTO
V AND N ADVANCED AUTOMATION SYSTEMS, LLC**

THIS AGREEMENT AND PLAN OF MERGER is made this 23 day of June, 2014, by and between **V AND N ADVANCED AUTOMATION SYSTEMS, LLC**, a Florida limited liability limited company (the "Surviving Organization") and **REASON ENTERPRISES, INC.**, a Florida corporation (the "Disappearing Organization").

WITNESSETH:

WHEREAS, all the shareholders and Members of the Board of Directors of the Disappearing Organization have determined that it is advisable that the Disappearing Organization be merged into the Surviving Organization (the "Merger") upon the terms, and subject to the conditions set forth in this Plan of Merger (the "Plan");

WHEREAS, the Members of the Surviving Organization have determined that it is advisable that the Disappearing Organization be merged into the Surviving Organization, on the terms and conditions herein set forth; and

WHEREAS, this Merger is being effected pursuant to this Plan and in accordance with §607.1108; §608.438 and §605.1021 of the Florida Statutes.

NOW, THEREFORE, in consideration of the promises and of the mutual agreements, covenants, and provisions contained herein, the parties hereto agree as follows:

1. Articles of Organization. The Articles of Organization of the Surviving Organization in effect immediately prior to the Effective Date of the Merger (the "Effective Date") shall, without any changes, be the Articles of Organization of the Surviving Organization from and after the Effective Date until further amended as permitted by law.

2. Conversion of Interest. Upon the Effective Date, each share of stock in the Disappearing Organization existing at that time shall be converted into one (1) membership unit of the Surviving Organization in accordance with this Plan. Each Membership unit of the Surviving Organization that is issued and outstanding on the Effective Date shall continue as an outstanding membership unit of the Surviving Organization.

3. Satisfaction of Rights of the Disappearing Organization's Shareholders. All membership units of the Surviving Organization into which shares of stock in Disappearing Organization shall have been converted and become exchangeable for pursuant to this Plan shall be deemed to have been paid in full satisfaction of such converted shares.

4. Fractional Membership Interest. Fractional membership units of the Surviving Organization's membership units, if any, will not be issued.

5. Management. The Surviving Organization is a Florida limited liability company and management thereof is vested in one or more Managing Managers. The name and address of the managing Manager of the Surviving Organization are as follows:

Tito C. Visi, Manager
415 Gus Hipp Boulevard
Rockledge, Florida 32955

Philip A. Napolitano, Manager
415 Gus Hipp Boulevard
Rockledge, Florida 32955

6. Effect of Merger. On the Effective Date, the separate existence of the Disappearing Organization shall cease, and the Surviving Organization shall be fully vested in the Disappearing Organization's rights, privileges, immunities, powers and franchises, subject to its restrictions, liabilities, disabilities, and duties, all as more particularly set forth in §607.11101 and §605.1026(1) of the Florida Statutes.

7. Supplemental Action. If, at any time after the Effective Date, the Surviving Organization shall determine that any further conveyances, agreements, documents, instruments, and assurances or any further actions is necessary or desirable to carry out the provisions of this Plan, the appropriate authorized representatives of the Surviving Organization or the Disappearing Organization, as the case may be, whether past or remaining in office, shall execute and deliver, upon the request of the Surviving Organization, any and all proper conveyances, agreements, documents, instruments, and assurances and perform all necessary or proper acts, to vers, perfect, confirm, or record such title thereto in the Surviving Organization, or to otherwise carry out the provisions of this Plan.

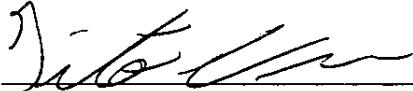
8. Filing with the Florida Department of State and Effective Date. Upon execution of this Plan, the Disappearing Organization and the Surviving Organization shall cause their respective authorized representatives to execute a Articles of Merger in the form attached hereto and upon such execution this Plan shall be deemed incorporated by reference into the Articles of Merger as if fully set forth therein and shall become an exhibit to such Articles of Merger. Thereupon, the Surviving Organization shall deliver for filing such Articles of Merger to the Florida Department of State. In accordance with §607.1108 and §605.1025 of the Florida Statutes, the Articles of Merger shall specify the "Effective Date," which shall be June 30, 2014.

9. Termination. At any time before the Effective Date this Plan may be terminated and the Merger abandoned by mutual consent of the shareholders of the Disappearing Organization and the Managing Member of the Surviving Organization, notwithstanding favorable action by the Managing Member of the Surviving Organization.

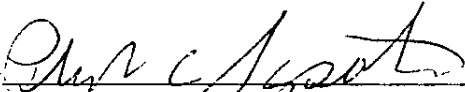
10. Consent. The shareholders and members of the Board of Directors of the Disappearing Organization and each and every Member of the Surviving Organization has consented to this Merger.

IN WITNESS WHEREOF, the parties have set their hands this 23 day of June, 2014.

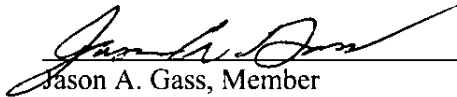
**V AND N ADVANCED AUTOMATION
SYSTEMS, LLC**, Florida limited
liability company



Tito C. Visi, Manager & Member

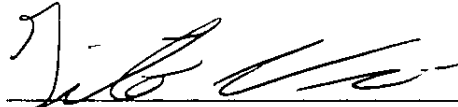


Philip A. Napolitano, Manager & Member

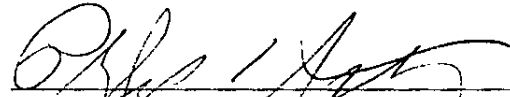


Jason A. Gass, Member

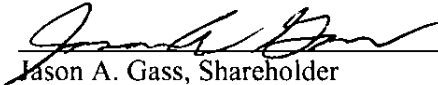
REASON ENTERPRISES, INC., a Florida
corporation



Tito C. Visi, President, Secretary & Shareholder



Philip A. Napolitano, Vice President &
Shareholder



Jason A. Gass, Shareholder