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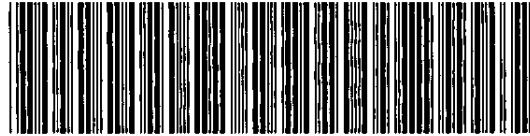
\_\_\_\_\_  
(Business Entity Name)

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(Document Number)

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Merger  
(1a) 8-14-13

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Barn Light Electric Company, L.L.C.

Name of Surviving Party

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Christopher Broome, Esq.

Contact Person

The Broome Law Firm, P.A.

Firm/Company

915 S. Washington Avenue

Address

Titusville, FL 32796

City, State and Zip Code

ceb@cfl.rr.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Christopher Broome, Esq. at (321) 269-5620 ext. 6

Name of Contact Person

Area Code and Daytime Telephone Number



Certified copy (optional) \$30.00

**STREET ADDRESS:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Amendment Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

## CERTIFICATE OF MERGER

The following certificate of merger is being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.2108, Florida Statutes.

**FIRST:** The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

Name and Street Address	Jurisdiction	Entity Type
1. LIGHTING INDUSTRIAL, LLC	Florida	Limited Liability Company
5220 S. Washington Avenue		
Titusville, Florida 32780		
Florida Document/Registration Number: L10000086940	FEI Number: 27-4509133	
2. BARN LIGHT ELECTRIC COMPANY, L.L.C.	Florida	Limited Liability Company
3405 S. Washington Avenue		
Titusville, Florida 32780		
Florida Document/Registration Number: L08000016312	FEI Number: 26-1943259	

**SECOND:** The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

Name and Street Address	Jurisdiction	Entity Type
BARN LIGHT ELECTRIC COMPANY, L.L.C.	Florida	Limited Liability Company
3405 S. Washington Avenue		
Titusville, Florida 32780		
Florida Document/Registration Number: L08000016312	FEI Number: 26-1943259	

**THIRD:** The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.2106, Florida Statutes, and was approved by each domestic corporation and limited liability company that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

**FOURTH:** The attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

**FIFTH:** The surviving company, Barn Light Electric Company, L.L.C., is an existing Florida Limited Liability Company organized under Florida law and authorized to transact any and all lawful business in this state, and hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders and/or members of each domestic corporation and limited liability company that is a party to the merger.

**SIXTH:** The surviving company has obtained the written consent of each shareholder, member or person that as a result of the merger is now a member of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), Florida Statutes.

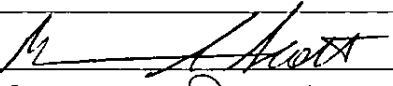

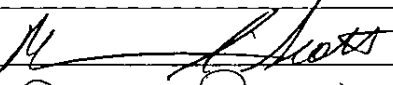


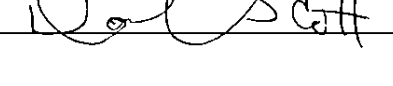
**SEVENTH:** The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any corporation, partnership or limited partnership or the regulations or articles of organization of any limited liability company or bylaws of any company that is a party to the merger.

**EIGHTH:** The merger shall become effective as of June 30, 2013.

**NINTH:** The Certificate of Merger complies and was executed in accordance with the laws of each party's applicable jurisdiction.

(See next page for signatures)

**TENTH: SIGNATURES FOR EACH PARTY:**

<u>Name of Entity</u>	<u>Signature(s)</u>	<u>Typed or Printed Name of Individual</u>
LIGHTING INDUSTRIAL, LLC		Bryan Scott,
		Member/Manager/Individually
		Donna Scott,
		Member/Manager/Individually
BARN LIGHT ELECTRIC COMPANY, L.L.C.		Bryan Scott,
		Member/Manager/Individually
		Donna Scott,
		Member/Manager/Individually
BARN LIGHT USA, INC.		Bryan Scott, President/Manager/Owner
		Donna Scott, Secretary/Manager/Owner

## PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.2107, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.2108, Florida Statutes. For federal income tax purposes, this merger complies with IRC Section 368(a)(1)(A) which governs "statutory mergers".

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

Name	Jurisdiction
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LIGHTING INDUSTRIAL, LLC	Florida
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BARN LIGHT ELECTRIC COMPANY, L.L.C.	Florida
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BARN LIGHT USA, INC. (a party not merging)	Florida
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**SECOND:** The exact name and jurisdiction of the surviving party is as follows:

Name	Jurisdiction
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BARN LIGHT ELECTRIC COMPANY, L.L.C.	Florida
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**THIRD:** The terms and conditions of the merger are as follows: Lighting Industrial, LLC, shall merge all of its assets, liabilities, contracts, indebtedness, property of any nature, accounts payable and receivable, debts, notes, obligations, schedules, supplies, intellectual property, internet and e-mail accounts, computer software, manufacturing, know how, processes, means and methods, everything it has and will have to Barn Light Electric Company, L.L.C., in consideration for ten (10) member units of Barn Light Electric Company, L.L.C.

**FOURTH:**

A. Following the issuance of the member units referenced in the **THIRD** paragraph above to Lighting Industrial, LLC, then Lighting Industrial, LLC, will immediately distribute and transfer the new Barn Light Electric Company, L.L.C. member units to its member (Barn Light USA, Inc.) in exchange for all of the outstanding member units held in Lighting Industrial, LLC, owned by Barn Light USA, Inc.

B. Following the merger and immediately thereafter, Lighting Industrial, LLC, will cease to exist.

**FIFTH:** All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows:

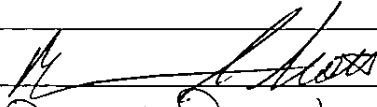

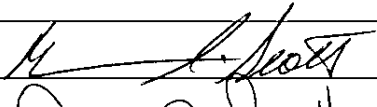
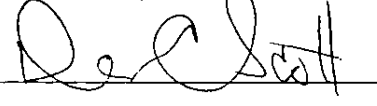


Lighting Industrial, LLC, (the acquired company) will file a copy of this plan with its final short-year return that ends on the date of merger, Barn Light Electric Company, L.L.C., (the survivor) will also file a copy of this plan with its return.

**SIXTH:** Other provisions, if any, relating to the merger:

The surviving company asserts that its S election is valid and effective as of the date of merger.

All participating members/owners agree to the preservation of the S election of the surviving company, Barn Light Electric Company, L.L.C.

**SEVENTH: SIGNATURES FOR EACH PARTY:** Signatures approving and adopting the above plan are the following:

Name of Entity	Signature(s)	Typed or Printed Name of Individual
LIGHTING INDUSTRIAL, LLC		Bryan Scott,
		Member/Manager/Individually
		Donna Scott,
BARN LIGHT ELECTRIC COMPANY, L.L.C.		Bryan Scott,
		Member/Manager/Individually
		Donna Scott,
BARN LIGHT USA, INC.		Bryan Scott, President/Manager/Owner
		Donna Scott, Secretary/Manager/Owner