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(Requestor's Name)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

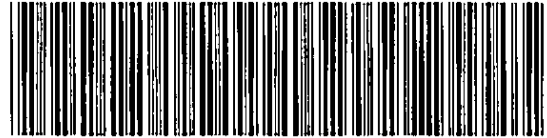
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FL

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: CRUSH METAL RECYCLING LLC
Name of Surviving Party

Please return all correspondence concerning this matter to:

David Bauer
Contact Person

The Bauer Law Office P.A.
Firm/Company

814 Ponce de Leon Blvd. Suite 210
Address

Coral Gables, FL 33134
City, State and Zip Code

david@bauerlawpa.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

David Bauer at (305) 712-7979
Name of Contact Person Area Code and Daytime Telephone Number

Certified Copy (optional) \$8.75

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

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SECRETARY OF STATE
TALLAHASSEE, FL

**Articles of Merger
For
Florida Profit or Non-Profit Corporation
Into
Other Business Entity**

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109, 617.0302 or 605.1025, Florida Statutes.

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
MIAMI METALS, INC.	Florida	Profit Corporation

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
CRUSH METAL RECYCLING LLC	Florida	LLC

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 605, 617, and/or 620, Florida Statutes.

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

November 14, 2018

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

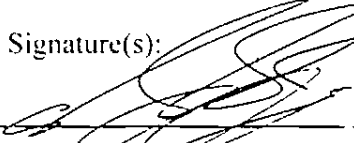

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

SEVENTH: If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

EIGHTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
MIAMI METALS, INC.		Angel Fernandez, Jr.
CRUSH METAL RECYCLING LLC		Angel Fernandez, Jr.

Corporations:	Chairman, Vice Chairman, President or Officer <i>(If no directors selected, signature of incorporator.)</i>
General Partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative

Fees: \$35.00 Per Party

Certified Copy (optional): \$8.75

PLAN OF MERGER

THIS PLAN OF MERGER is entered into by and between MIAMI METALS, INC., a Florida profit corporation (the "Corporation"), and CRUSH METAL RECYCLING LLC, a Florida limited liability company (the "LLC"), as of November 14, 2018. In consideration of the mutual promises and covenants in this Plan of Merger, the parties agree as follows:

1. The Merger.

1.1 Surviving Entity. Upon the time of filing (the "Effective Time") of the Articles of Merger with the Secretary of State of the State of Florida:

(a) the Corporation shall be merged with and into the LLC (the "Merger") in accordance with 607.1109 and 605.1025 of the State of Florida,

(b) the LLC shall be the surviving entity of the Merger (hereinafter sometimes called the "Surviving Entity"),

(c) the identity, existence, rights, privileges, powers, franchises, properties and assets of the LLC shall continue unaffected and unimpaired by the Merger and shall be vested in the Surviving Entity, and

(d) the identity and separate existence of the Corporation shall cease, and all of the rights, privileges, powers, franchises, properties and asset of the Corporation shall be vested in the Surviving Entity.

1.2 Operating Agreement, Managers, and Members. From and after the Effective Time until amended as provided by law, the Operating Agreement, as amended, of the LLC shall be the Operating Agreement of the Surviving Entity, and the managers and members of the LLC immediately prior to the Effective Time shall become the managers and members of the Surviving Entity as of the Effective Time.

1.3 Ownership Conversion. At the Effective Time each share of stock of the Corporation outstanding immediately prior to the Effective Time shall, by virtue of the Merger and without any additional action on the part of the Corporation or the LLC shall be cancelled; and all of the Membership Interest of the LLC existing prior to the Merger shall remain outstanding Membership Interest in the Surviving Entity following the Merger.

2. General.

2.1 Condition to the Merger. The Merger shall have been duly authorized by both the Corporation and the LLC prior to the filing of Articles of Merger with the Secretary of State of the State of Florida effecting the Merger.

2.2 Termination. Notwithstanding anything herein or elsewhere to the contrary, this Plan of Merger may be terminated and abandoned at any time before the Effective Time, whether before or after adoption and approval of this Plan of Merger, by the vote of either the managers of

the LLC or the board of directors of the Corporation. In the event of such termination and abandonment, this Plan of Merger shall forthwith become void and neither party nor its respective officers, directors, managers, members, or stockholders shall have nay liability hereunder.

2.3 Counterparts. This Plan of Merger may be in any number of counterparts, each of which will be deemed an original, but all of which together will constitute one instrument.

IN WITNESS WHEREOF, the undersigned have duly executed this Plan of Merger as of the date first written above.

CRUSH METAL RECYCLING LLC,
a Florida limited liability company

By: 

Angel Fernandez, Jr., Manager

MIAMI METALS, INC. a Florida Corporation

By: 

Angel Fernandez, Jr., President