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# MERGER OR SHARE EXCHANGE TOWARDS AIR, L.L.C

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#### ARTICLES OF MERGER

OF

Towards Air, L.L.C. a Michigan Limited Liability Company

#### WITH AND INTO

Towards Air, L.L.C. a Florida limited liability company

These Articles of Merger are submitted in accordance with the Florida Revised Limited Liability Company Act (the "Act"), pursuant to Section 605.1025, Florida Statutes.

FIRST: The exact name, entity type, and jurisdiction of the merging entity is as follows:

TOWARDS AIR, L.L.C., a Michigan limited liability company (the "Merging Company"); and

SECOND: The exact name, entity type, and jurisdiction of the surviving entity is as follows:

TOWARDS AIR, L.L.C., a Florida limited liability company (the "Surviving Company").

THIRD: The plan of merger (the "Plan of Merger") has been approved and adopted by the Merging Company and the Surviving Company, in accordance with the Act and the Michigan Limited Liability Company Act (the "MI Act").

FOURTH: The Merger is permitted by the laws of the State of Michigan, the domestic jurisdiction of the Merging Company, and was unanimously approved by written consent of the sole member of the Merging Company, dated as of November 30, 2020, pursuant to Section 450.4702(1) of the MI Act.

FIFTH: The merger was approved by the Surviving Company in accordance with Sections 605.1021-605.1026 of the Act; and by each member of such limited liability company who as a result of the merger will have interest holder liability under Section 605.1023(1)(b) of the Act.

SIXTH: The Surviving Company agrees to pay any members with appraisal rights the amount to which members are entitled under Sections 605.1006 and 605.1061-605.1072 of the Act.

**SEVENTH:** The merger shall be effective upon the filing of these Articles of Merger with the Secretary of State of Florida.

[Signatures hereto contained on following page.]

<sup>[17]</sup> ω

ACTIVE 12484014.4

IN WITNESS WHEREOF, each of the constituent entities has caused these Articles of Merger to be signed, in its name and on its behalf, by its duly authorized signatory, as of the Effective Time.

### THE MERGING COMPANY:

TOWARDS AIR, L.L.C., a Michigan limited liability company

Name: Richard Huang

Title: Member

## THE SURVIVING COMPANY:

TOWARDS AIR, L.L.C., a Florida limited liability company

STARLINE AEROSPACE LLC, its manager

Name: Scot Spencer

Title: Manager

ACTIVE 12484014.4