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ORDER TIME :	9:59 AM				
ORDER NO. :	933328-010				
CUSTOMER NO:	4327268				

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ARTICLES OF MERGER

RAVEN RESOURCES, INC.

INTO

BOONE EAST DEVELOPMENT CO.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY

 XX
 PLAIN STAMPED COPY

CONTACT PERSON: Susie Knight

EXAMINER'S INITIALS:

ARTICLES OF MERGER OF RAVEN RESOURCES, INC. WITH AND INTO BOONE EAST DEVELOPMENT CO.

Pursuant to the provisions of §§ 607.1101 *et seq.* of the Florida Business Corporations Act, Raven Resources, Inc. ("Raven Resources"), a Florida corporation, and Boone East Development Co. ("Boone East"), a West Virginia corporation, adopt the following Articles of Merger for the purpose of merging Raven Resources with and into Boone East, with Boone East as the surviving corporation:

FIRST: The Plan of Merger attached as Exhibit A (the "Plan of Merger") was approved by the Board of Directors of Boone East in the manner prescribed by § 607.1101(1) of the Florida Business Corporations Act. As the requirements of § 607.1103(7) are met, approval of the Plan of Merger by the shareholders of Boone East was not required.

SECOND: Raven Resources has 1,000 shares of \$1.00 par value common stock outstanding. All outstanding shares of Raven Resources are owned by Boone East. In accordance with § 607.1104 of the Florida Business Corporations Act, approval of the Plan of Merger by the Board of Directors and the shareholders of Raven Resources was not required. The Plan of Merger and the performance of its terms were duly authorized by all action required by the laws of the State of Florida and by the articles of incorporation of Raven Resources.

THIRD: This merger of Raven Resources into Boone East is permitted by the laws of West Virginia and by the organizational documents of Boone East. In effecting this merger, Boone East has complied with its organizational documents and with West Virginia law.

FOURTH: The Merger shall be effective as of December 31, 2013.

FIFTH: Boone East, as the sole shareholder of Raven Resources, has waived the notice requirement imposed by § 607.1104(b)(2) of the Florida Business Corporations Act.

DATED as of the $\cancel{8}$ day of December, 2013.

[SIGNATURE PAGE FOLLOWS]

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RAVEN RESOURCES, INC., a Florida corporation

By:

Name: Vaughn R Groves Title: Vice President

BOONE EAST DEVELOPMENT CO.,

a West Virginia corporation

 \sim By: Name: Vaughn R. Groves Title: Vice President

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EXHIBIT A

PLAN OF MERGER

Merging

RAVEN RESOURCES, INC., a Florida corporation,

With and Into

BOONE EAST DEVELOPMENT CO., a West Virginia corporation

THIS PLAN OF MERGER (the "Plan") dated effective as of the 31st day of December, 2013, pursuant to and in accordance with the provisions of the West Virginia Business Corporation Act and the Florida Business Corporations Act (collectively the "Acts"), of Raven Resources, Inc. ("Raven Resources" or the "Merging Company"), a Florida corporation, with and into Boone East Development Co. ("Boone East" or the "Surviving Company," and with the Merging Company and Surviving Company being sometimes hereinafter collectively referred to as the "Constituent Entities" and individually a "Constituent Entity"), a West Virginia corporation, provides:

1. <u>Merging Entity</u>. Raven Resources, the Merging Company, shall be merged with and into Boone East, the Surviving Company, as of the Effective Time of the Merger. Raven Resources is a solvent corporation which is 100%-owned by Boone East.

2. <u>Surviving Entity</u>. Boone East, a West Virginia corporation, shall continue in existence after the merger as the surviving company and shall be governed by the West Virginia Model Business Corporation Act. The separate corporate existence of Raven Resources shall cease.

3. <u>Effective Time and Date</u>. The merger shall become effective on the 31st day of December 2013, at 11:59 o'clock p.m. (the "Effective Time") to the fullest extent allowed by law.

4. <u>Terms and Conditions; Effect of Merger</u>. The merger shall be on the terms and conditions set forth in this Plan. In accordance with this Plan of Merger and pursuant to the provisions of § 332 of the Internal Revenue Code of 1986, as amended ("Code"), the Constituent Entities intend for the merger of Raven Resources with and into Boone East to qualify as a complete liquidation of Raven Resources under section 332 of the Code. The merger shall have the effects set forth in the Acts and this Plan of Merger.

5. <u>Shares of Stock of Constituent Entities.</u>

a. <u>Surviving Company</u>. Each share of stock and any rights to acquire shares of stock of the Surviving Company which shall be issued and outstanding on the Effective Time shall remain issued and outstanding.

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b. <u>Merging Company</u>. Each share of stock and any rights to acquire shares of stock of the Merging Company which shall be issued and outstanding on the Effective Time shall be canceled.

6. <u>Articles of Incorporation and Bylaws of Surviving Company Continue in Effect.</u> The Articles of Incorporation and Bylaws of the Surviving Company, as in effect on the Effective Time, shall continue in full force and effect as the Articles of Incorporation and Bylaws of the Surviving Company.

7. <u>Directors of the Surviving Company</u>. The directors of the Surviving Company immediately prior to the Effective Time shall be the directors of the Surviving Company after the merger and shall hold office until their respective successors are duly elected and qualified, or their earlier death, resignation or removal.

8. <u>Officers of the Surviving Company</u>. The officers of the Surviving Company immediately prior to the Effective Time shall be the officers of the Surviving Company after the merger and shall hold office until their respective successors are duly elected and qualified, or their earlier death, resignation or removal.

9. <u>Succession of Rights and Property</u>. On the Effective Time, the merger shall take effect, and the Surviving Company shall succeed to the rights, assets and liabilities of the Merging Company in accordance with the provisions of the Acts. Without limiting the generality of the foregoing, upon the merger becoming effective, all of the property, rights, privileges, franchises, patents, trademarks, licenses, registrations, contracts and other assets of every kind and description of each of the Merging Company shall be transferred to, vested in and devolve upon the Surviving Company without further act or deed, and all assets, property, rights and every other interest of the Surviving Company and the Merging Company shall be as effectively the property of the Surviving Company as they were of the Surviving Company and the Merging Company.

10. <u>Articles of Merger</u>. Upon the due approval and adoption of this Plan by the directors and shareholders of the Constituent Entities, each of the Constituent Entities hereby authorizes the filing of the Articles of Merger with the Office of the Secretary of State of West Virginia and the Florida Secretary of State in accordance with applicable law.

11. <u>Actions Effecting Merger</u>. Upon the due approval and adoption of this Plan by the directors and shareholders of each Constituent Entity, as required and to the extent, the officers of each Constituent Entity are hereby authorized and directed to take all actions necessary and desirable to effect the merger.

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12. <u>Amendment to Plan</u>. Pursuant to Section 31D-11-1102(e) of the West Virginia Code and Section 607.1103(9) of the Florida Business Corporations Act, this Plan may be amended or abandoned prior to the effective date of the certificate of merger upon the unanimous approval of the shareholder of each of the Constituent Entities.

13. <u>Supplemental Action</u>. The Constituent Entities shall take such supplemental and further action as may be desired or required to effect the merger. If at any time after the Effective Time the Surviving Company shall determine that any further conveyances, deeds, agreements, documents, instruments and assurances, or any further actions, are necessary or desirable to vest, perfect, confirm or record in the Surviving Company the title to any assets, property, rights, privileges, powers and franchises of the Merging Company or to otherwise carry out the provisions of this Plan, the officers of the Merging Company shall execute or cause to be executed, and shall deliver, upon the request of the Surviving Company, any and all proper conveyances, deeds, agreements, documents, instruments and assurances, and perform all necessary or proper acts, to vest, perfect, confirm or record such title thereto in the Surviving Company or otherwise to carry out the provisions of this Plan.

14. <u>Appraisal Rights</u>. Any shareholder of Raven who, except for the applicability of Section 607.1104 of the Florida Business Organizations Act, would be entitled to vote and who dissent from the merger pursuant to Section 607.1321 of the Florida Business Organizations Act, may be entitled to be paid the fair value of their shares, if they comply with the provisions of Florida law regarding appraisal rights.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

RAVEN RESOURCES, INC., a Florida corporation

0 By

Name: Vaughn R. Groves Title: Vice President

BOONE EAST DEVELOPMENT CO.,

a West Virginia corporation By:_ Name: Waughn R. Groves Title: Vice President