

L98000002930

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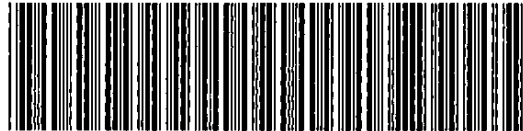
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(Document Number)

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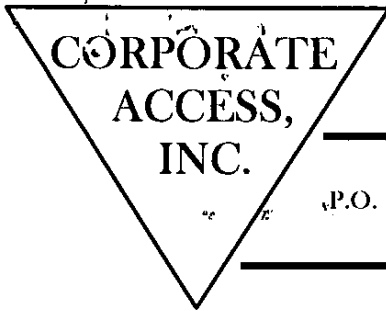
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Merger

1.

Hagan Ace Hardware of Macclenny, L.L.C.  
(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

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ARTICLES OF MERGER  
OF  
HAGAN ACE HARDWARE OF ORANGE PARK, INC.  
INTO  
HAGAN ACE HARDWARE OF MACCLENNY, L.L.C.

413108

Pursuant to the pertinent provisions of Chapter 607 and Chapter 608, Florida Statutes, the undersigned Corporation and the undersigned Limited Liability Company hereby adopt the following Articles of Merger:

ARTICLE I

**Hagan Ace Hardware of Orange Park, Inc.**, a Florida corporation, having document number **413108**, and **Hagan Ace Hardware of Macclenny, L.L.C.**, a Florida limited liability company, having document number **L98000002930**, hereby adopt these Articles of Merger for the purpose of merging Hagan Ace Hardware of Orange Park, Inc. into Hagan Ace Hardware of Macclenny, L.L.C., and thereafter Hagan Ace Hardware of Macclenny, L.L.C. shall be the surviving limited liability company.

ARTICLE II

Under that certain Plan and Agreement of Merger, dated November 1, 2007, by and between, **Hagan Ace Hardware of Orange Park, Inc.**, and **Hagan Ace Hardware of Macclenny, L.L.C.**, (which is incorporated herein

and made a part hereof as if set out in full herein) all of the issued and outstanding common shares of Hagan Ace Hardware of Orange Park, Inc. shall be acquired by Hagan Ace Hardware of Macclenny, L.L.C., and One Hundred percent (100.0%) of the Class "B" Membership Interest in Hagan Ace Hardware of Macclenny, L.L.C. shall be issued in their place and stead.

#### **ARTICLE III**

These Articles of Merger shall become **effective** on November 15, 2007.

#### **ARTICLE IV**

These Articles of Merger and the Plan and Agreement of Merger were approved by a unanimous vote of the Shareholders and a unanimous vote of the Directors of Hagan Ace Hardware of Orange Park, Inc., which was a sufficient number to approve said documents, on November 1, 2007.

#### **ARTICLE V**

These Articles of Merger and the Plan and Agreement of Merger were approved by a unanimous vote of the Members and a unanimous vote of the Managing Members of Hagan Ace Hardware of Macclenny, L.L.C., which was a sufficient number to approve them, on November 1, 2007.

IN WITNESS WHEREOF, the parties to these Articles of Merger have caused them to be duly executed by their respective authorized officers on this 1<sup>st</sup> day of November, 2007.

Hagan Ace Hardware of Orange Park, Inc.,  
a Florida corporation

ATTEST:

BY:

Stewart L. Hamrick  
Stewart L. Hamrick, President/Director

Stewart L. Hamrick  
Stewart L. Hamrick, Secretary/Director

Hagan Ace Hardware of Macclenny, L.L.C.,  
a Florida limited liability company

BY:

Donald W. Hagan  
Donald W. "Bill" Hagan, Trustee,  
Managing Member

BY:

George E. Ruckersfeldt  
George E. Ruckersfeldt,  
Managing Member