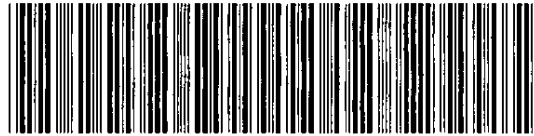


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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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EFFECTIVE DATE 6/30/08

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08 JUN 25 AM 8: 35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. KOHR

JUN 26 2008

EXAMINER



CORPORATION SERVICE COMPANY

27d

ACCOUNT NO. : 072100000032

REFERENCE : 624820 4719018

AUTHORIZATION :

[Handwritten signature]

COST LIMIT : \$ ~~60.00~~

FILED
08 JUN 25 AM 8:35
TALLAHASSEE, FLORIDA

ORDER DATE : June 25, 2008

70.00

ORDER TIME : 2:35 PM

ORDER NO. : 624820-010

CUSTOMER NO: 4719018

EFFECTIVE DATE 6/30/08

ARTICLES OF MERGER

GULF ATLANTIC EQUIPMENT
COMPANY

INTO

ATLAS COPCO COMPRESSORS LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY


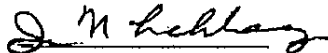
CONTACT PERSON: Amanda Roath

EXAMINER'S INITIALS: _____

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:
<u>Atlas Copco Compressors LLC</u>		<u>Jim M. Lekberg, Treasurer</u>
<u>Gulf Atlantic Equipment Company</u>		<u>Jim M. Lekberg, Treasurer</u>
_____	_____	_____
_____	_____	_____

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

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>
<u>Atlas Copco Compressors LLC</u>	<u>Delaware</u>	<u>limited liability company</u>
<u>Gulf Atlantic Equipment Company</u>	<u>Florida</u>	<u>corporation</u>
_____	_____	_____

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>
<u>Atlas Copco Compressors LLC</u>	<u>Delaware</u>	<u>limited liability company</u>

THIRD: The terms and conditions of the merger are as follows:

SEE ATTACHED PLAN OF MERGER PLAN OF MERGER

(Attach additional sheet if necessary)

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

SEE ATTACHED PLAN OF MERGER

(Attach additional sheet if necessary)

B. The manner and basis of converting the rights to acquire the interests, shares, obligations or other securities of each merged party into the rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

SEE ATTACHED PLAN OF MERGER

(Attach additional sheet if necessary)

FIFTH: If a partnership is the survivor, the name and business address of each general partner is as follows:

NOT APPLICABLE

(Attach additional sheet if necessary)

SIXTH: If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

The following are the Board of Directors of the surviving entity:

Paul Hense, 1800 Overview Drive, Rock Hill, South Carolina 29730

Mark Cohen, 34 Maple Avenue, Pine Brook, New Jersey 07058

Ronnie Leten, 1800 Overview Drive, Rock Hill, South Carolina 29730

(Attach additional sheet if necessary)

SEVENTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

SEE ATTACHED PLAN OF MERGER

(Attach additional sheet if necessary)

EIGHTH: Other provision, if any, relating to the merger are as follows:

NOT APPLICABLE

(Attach additional sheet if necessary)

PLAN OF MERGER
OF
GULF ATLANTIC EQUIPMENT COMPANY
(a Florida corporation)

AND

ATLAS COPCO COMPRESSORS LLC
(a Delaware limited liability company)

THIS PLAN OF MERGER ("Agreement") by and between GULF ATLANTIC EQUIPMENT COMPANY, a corporation organized and existing under the laws of the State of Florida (herein sometimes called the "Corporation") and ATLAS COPCO COMPRESSORS LLC, limited liability company organized and existing under the laws of the State of Delaware (herein sometimes called the "Delaware Company")

WITNESSETH

WHEREAS, the Corporation was incorporated by the filing of Articles of Incorporation in the office of the Secretary of State of the State of Florida on June 3, 1986; the total number of shares which it is authorized to issue is 200 of which 150 are issued and outstanding and owned by the Delaware Company; and

WHEREAS, the Delaware Company was incorporated on April 9, 1980, under the provisions of the General Corporation Law of the State of Delaware; and converted to a limited liability company under the provisions of the Delaware Limited Liability Company Act on November 27, 2006; and

WHEREAS, the laws of the State of Delaware permit the merger of the Corporation into the Company (each a "constituent company"), and the laws of the State of Florida permit the merger of the constituent companies so as to form a single new limited liability company;

WHEREAS, it is deemed advisable by the Board of Directors and the sole shareholder of the Corporation and the Board of Directors of the Delaware Company that they merge into a single limited liability company which shall be the Delaware Company (the "surviving company") pursuant to the provisions of this Agreement;

NOW, THEREFORE, it is agreed as follows:

FIRST: The Delaware Company, being the sole shareholder of the Corporation, hereby merges into itself the Corporation and said Corporation shall be and hereby is merged into the Delaware Company, which shall be the surviving company.

SECOND: The name of the surviving entity shall be Atlas Copco Compressors LLC, a Delaware limited liability company.

THIRD: The Certificate of Conversion and the Operating Agreement of the surviving company shall be the charter and organizational documents of the post-merger business entity.

FOURTH: The manner of converting the interests of each of the constituent companies is as follows: all shares of stock of the Corporation shall be cancelled and no other shares shall be issued.

FIFTH: Upon the effective date of this Agreement, the rights, capacity, privileges, powers, franchises, and authority, as well as of a public or as of a private nature of each of the constituent companies, and all property, real, personal, and mixed, and all debts, obligations, and liabilities due to each of the constituent companies on whatever account, as well as for subscriptions for shares as to all other things, belonging to each of the constituent companies shall be vested in the surviving company; and all such property, rights, capacity, privileges, powers, franchises, authority, and immunities and all and every other interest shall be thereafter as fully and effectually the property of the surviving company as though they were the property of the several and respective constituent companies, shall not revert or be in any way impaired by reason of the merger herein provided for, however, that all rights of the creditors of the constituent companies shall be preserved, unimpaired and all debts, liabilities (including liability, if any, to dissenting shareholders), and duties of the respective constituent companies shall thenceforth be attached to the surviving company and may be enforced against it to the same extent as if said debts, liabilities, and duties had been incurred or contracted by the surviving company, and agree that from time to time as and when it shall be requested by the surviving company or by its successors or assigns, they will execute and deliver or cause to be executed and delivered all such other instruments and will take or cause to be taken such further or other action as the surviving company may deem necessary or desirable in order to vest in and to confirm to the surviving company title to all of the property, capacity, privileges, powers, franchises, authority, and immunities of the Corporation and the Delaware Company and otherwise to carry out the intent and purposes of this Agreement.

SIXTH: The surviving company hereby reserves the right to amend, alter, change, or repeal any provision contained in any of the articles of this Agreement, or as the same may hereafter be amended, in the manner now or hereafter provided by the laws of the State of Delaware and the laws of the State of Florida. The surviving company hereby reserves the right to terminate this Agreement at any time prior to the effective date set forth below.

SEVENTH: The merger of the constituent companies shall be effective on 11:59 p.m., June 30, 2008.

EIGHTH: This Agreement has been approved by duly adopted resolutions of the boards of directors of each party thereto and the sole shareholder of the Corporation.

[Signature are on following page]

06/24/2008 19:45 FAX

004/005

JUN-24-2008 17:45

LECLAIRRYAN

973 491 3408

P.05/06

IN WITNESS WHEREOF, we have signed this Agreement this 21st day of June, 2008.

GULF ATLANTIC EQUIPMENT COMPANY

By: *J M Lekberg*
Jim Lekberg, Treasurer

ATLAS COPCO COMPRESSORS LLC

By: *J M Lekberg*
Jim Lekberg, Treasurer

[Signature page to Plan of Merger]