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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 873773 4801351

AUTHORIZATION :

COST LIMIT : \$ 80.00

ORDER DATE : November 5, 2013

ORDER TIME : 2:41 PM

ORDER NO. : 873773-010

CUSTOMER NO: 4801351

ARTICLES OF MERGER

9110 NBR LLC

INTO

APOLLO AVE JAX LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY

CONTACT PERSON: Susie Knight

EXAMINER'S INITIALS: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

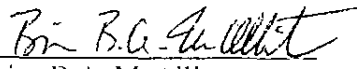
ARTICLES OF MERGER
9110 NBR LLC
Into
APOLLO AVE JAX LLC

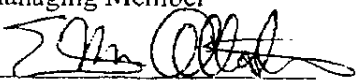
THESE ARTICLES OF MERGER are entered into by the Merging Company and the Surviving Company (as each is defined below) as follows:

- A. 9110 NBR LLC, a Florida limited liability company (the "Merging Company") is the non-surviving entity.
- B. APOLLO AVE JAX LLC, a Delaware limited liability company which is qualified to do business in Florida (the "Surviving Company") is the surviving entity.
- C. A Plan and Agreement of Merger (a copy of which is attached hereto) was entered into and approved by: (i) the Merging Company in accordance with Sections 605.1021-605.1026 of the Florida Revised Limited Liability Company Act; (ii) the Surviving Company in accordance with Section 18-209 of the Delaware Limited Liability Company Law; (iii) the sole member of the Merging Company; and (iv) the sole member of the Surviving Company.
- D. The Surviving Company holds a certificate of authority to transact business in Florida.
- E. The surviving Company has agreed to pay to any members of the Merged Company holding appraisal rights the amount to which such members are entitled under the provisions of Sections 605.1006 and 605.1061-605.1072 of the Florida Business Organizations Law.

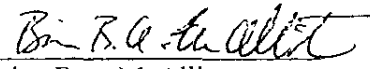
IN WITNESS WHEREOF, the Merging Company and the Surviving Company have caused their duly authorized representatives to execute these Articles of Merger this ___ day of October 2013.

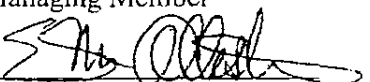
9110 NBR LLC
By Its Sole Member
RICHMOND TUG YARD LLC

By 
Brian B.A. McAllister
Managing Member

By 
Eric M. McAllister
Managing Member

APOLLO AVE JAX LLC
By Its Sole Member
RICHMOND TUG YARD LLC

By 
Brian B.A. McAllister
Managing Member

By 
Eric M. McAllister
Managing Member

PLAN AND AGREEMENT OF MERGER
9110 NBR LLC
Into
APOLLO AVE JAX LLC

THIS PLAN AND AGREEMENT OF MERGER, dated as of October __, 2013 for the merger of 9110 NBR LLC, a Florida limited liability company (the "Merging Company") into APOLLO AVE JAX LLC, a Delaware limited liability company which is qualified to do business in Florida (the "Surviving Company," together with the Merging Company, the "Companies"),

WITNESSETH

WHEREAS, Richmond Tug Yard LLC, a New York limited liability company (the "Member"), is the sole member of both the Merging Company and the Surviving Company; and

WHEREAS, the Member has determined that it is in the best interests of the Merging Company and the Surviving Company to consummate the merger completed in this Plan and Agreement of Merger.

NOW, THEREFORE, the Member and the Companies adopt this Plan and Agreement of Merger as follows:

1. The Merging Company shall be merged into the Surviving Company,
2. All of the assets of the Merging Company shall become assets of the Surviving Company.
3. All of the liabilities of the Merging Company shall become liabilities of the Surviving Company.
4. The membership interest of the Member in the Merging Company shall be deemed converted to an undivided membership interest in the Surviving Company and shall otherwise be cancelled.
5. The surviving Company agrees to pay to any members of the Merged Company holding appraisal rights the amount to which such members are entitled under the provisions of Sections 605.1006 and 605.1061-605.1072 of the Florida Business Organizations Law.
6. Notice of members' meetings of the Merging Company and the Surviving Company for the purpose of approving this Plan and Agreement of Merger is hereby waived by the Member.
7. The effective date of the merger shall be the date of filing of the Articles of Merger with the Secretary of State.

[Signature page follows.]

IN WITNESS WHEREOF, the Member and the Companies have caused this Plan and Agreement of Merger to be executed by their duly authorized representatives as of the date set forth above.

9110 NBR LLC
By Its Sole Member
RICHMOND TUG YARD LLC

By Brian B.A. McAllister
Brian B.A. McAllister
Managing Member

By Eric M. McAllister
Eric M. McAllister
Managing Member

APOLLO AVE JAX LLC
By Its Sole Member
RICHMOND TUG YARD LLC

By Brian B.A. McAllister
Brian B.A. McAllister
Managing Member

By Eric M. McAllister
Eric M. McAllister
Managing Member

RICHMOND TUG YARD LLC
As sole Member of
9110 NBR LLC

By Brian B.A. McAllister
Brian B.A. McAllister
Managing Member

By Eric M. McAllister
Eric M. McAllister
Managing Member

RICHMOND TUG YARD LLC
As sole Member of
APOLLO AVE JAX LLC

By Brian B.A. McAllister
Brian B.A. McAllister
Managing Member

By Eric M. McAllister
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Managing Member