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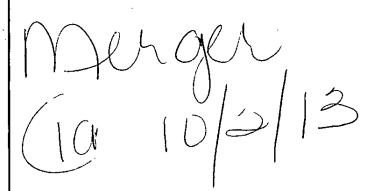
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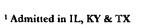
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BOBBY R. MILLER, JR.1 RYAN A. HAHN² KENT B. RYAN3 CARL J. MARSHALL⁴ STEPHANIE D. SKINNER3 ALLAN C. CRANE³ KAREN SCENT TOSH5 Laurie M. Miller⁶



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- 6 Admitted in KY & PA



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September 24, 2013

VIA FEDEX

Florida Division of Corporations Amendment Section Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

RE: ECKSTEIN INVESTMENTS, LLC AND PACKER PROPERTIES, LLC MERGER

Dear Sir or Madam:

The enclosed Certificate of Merger with attached Exhibit 1 (Plan of Merger) is submitted for filing. Also enclosed is our check in the amount of \$50.00 for your filing fees.

Please return all correspondence concerning this matter to:

Patricia A. Partyka Paralegal to Bobby R. Miller, Jr., Esq. The Miller Law Firm, PLLC 2660 West Park Drive, Suite 2 Paducah, KY 42001

Tele: (270) 554-0051

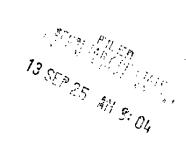
If you have any questions, please let me know.

Sincerely,

THE MILLER LAW FIRM, PLLC

Bobby R. Miller, Jr., Esq.

BRM/PP Encis.



CERTIFICATE OF MERGER OF PACKER PROPERTIES, LLC INTO ECKSTEIN INVESTMENTS, LLC

The following Certificate of Merger is submitted to merge the following limited liability companies in accordance with s. 608.4382, Florida Statutes.

- 1. The exact name, form/entity type, and jurisdiction of each merging party is: Packer Properties, LLC, a Florida limited liability company (the "acquired company").
- 2. The exact name, form/entity type, and jurisdiction of each <u>surviving</u> party is: Eckstein Investments, LLC, a Delaware limited liability company (the "acquiring company").
- 3. The Plan of Merger attached hereto as *EXHIBIT 1* was approved by the members of Packer Properties, LLC in accordance with the applicable laws of Chapters 607, 608, 617 and/or 620, Florida Statutes.
- 4. The Plan of Merger attached hereto as *EXHIBIT 1* was approved by the members of Eckstein Investments, LLC in accordance with the applicable laws of the State of Delaware.
 - 5. The merger is to be effective upon the filing of the Certificate of Merger.
- 6. The surviving company, Eckstein Investments, LLC, is a Delaware limited liability company which is authorized to transact business in the State of Florida with a principal place of business of 150 Ballard Circle, Paducah, Kentucky 42001. There will be no change to its name, registered office, or registered agent in either Delaware or Florida as a result of the merger.

- 7. The surviving company, Eckstein Investments, LLC, agrees to pay to any members with appraisal rights the amount, to which such members are entitled under ss.608.4351-608.43595, Florida Statutes.
- 8. A copy of the Certificate of Merger and Plan of Merger will be maintained on file at Eckstein Investments, LLC at its principal place of business, 150 Ballard Circle, Paducah, Kentucky 42001, and a copy will be furnished, on request and without cost, to any member of the acquired company.

Dated this <u>24th</u> day of <u>september</u>, 2013.

PACKER PROPERTIES, LLC, a Florida limited liability company (acquired company) (merging party)

John P. Eckstein Sole Member and Owner

ECKSTEIN INVESTMENTS, LLC (acquiring company) (surviving party)

Sole Member and Owner

PLAN OF MERGER OF PACKER PROPERTIES, LLC WITH AND INTO ECKSTEIN INVESTMENTS, LLC

THIS PLAN OF MERGER ("plan of merger"), which shall be effective upon the date of filing and approval of the Articles of Merger by the Delaware Secretary of State, is made by and between PACKER PROPERTIES, LLC, a Florida limited liability company having its principal office at 150 Ballard Circle, Paducah, Kentucky 42001 (the "acquired company"), and ECKSTEIN INVESTMENTS, LLC, a Delaware limited liability company, having its principal office at 150 Ballard Circle, Paducah, Kentucky 42001 (the "acquiring company").

WITNESSETH:

WHEREAS, the acquiring company is a Delaware limited liability company organized and existing under the laws of the State of Delaware, owned wholly by its sole member, John P. Eckstein; and

WHEREAS, the acquired company is a company organized and existing under the laws of the State of Florida, owned wholly by its sole member, John P. Eckstein; and

WHEREAS, the respective members and owners of acquiring company and acquired company deem the merger of acquired company with and into acquiring company, under and pursuant to the terms and conditions herein set forth, desirable and in the best interests of the respective companies and their respective members, and the respective members of acquiring company and acquired company have adopted resolutions approving this plan of merger, in accordance with the application laws of the state under which the acquiring company and the acquired company was formed and organized;

NOW, THEREFORE, in consideration of the premises and of the mutual agreements herein contained, the parties hereto do hereby agree as follows:

ARTICLE I Merger

Subject to the terms and conditions of this plan of merger, on the effective date, acquired company shall be merged with and into acquiring company pursuant to the provisions of, and with the effect provided in, the Delaware Code Annotated (said transaction being hereinafter referred to as the "merger"). On the effective date, the separate existence of acquired company shall cease and acquiring company, as the surviving entity, shall continue unaffected and unimpaired by the merger (acquiring company as existing on and after the effective date being hereinafter sometimes referred to as the "surviving company").

ARTICLE II Articles of Organization and Operating Agreement

The articles of organization and operating agreement of acquiring company in effect immediately prior to the effective date shall be the articles of organization and operating agreement of the surviving company, in each case until amended in accordance with applicable law.



ARTICLE III Members

On the effective date, the members of the surviving company shall consist of those persons serving as members of acquired company immediately prior to the effective date.

ARTICLE IV Conversion and Exchange of Ownership Interests

Since the same individual is sole member of both the acquired company and the surviving company, on the effective date, all ownership of acquired company shall be canceled and no cash, stock, or other property shall be delivered in exchange therefor.

ARTICLE V Effective Date of the Merger

Articles of Merger evidencing the transactions contemplated herein shall be delivered to the Delaware Secretary of State for filing. In addition, a Certificate of Merger evidencing the transactions contemplated herein shall delivered to the Florida Secretary of State for filing. The merger shall be effective as of the date of filing (such date and time being herein referred to as the "effective date").

ARTICLE VI Further Assurances

If at any time the surviving company shall consider or be advised that any further assignments, conveyances, or assurances are necessary or desirable to vest, perfect, or confirm in the surviving company title to any property or rights of acquired company, or otherwise carry out the provisions hereto, the proper officers and directors of acquired company as of the effective date, and thereafter the members of the surviving company acting on behalf of acquired company, shall execute and deliver any and all proper assignments, conveyances, and assurances, and do all things necessary or desirable to vest, perfect, or confirm title to such property or rights in surviving company and otherwise carry out the provisions hereof.

ARTICLE VII Miscellaneous

- A. This Plan of Merger may be amended or supplemented at any time by mutual agreement of acquired company and acquiring company. Any such amendment or supplement must be in writing and approved by their respective members.
- B. The headings of several articles herein are inserted for the convenience of reference only and are not intended to be a part of or to affect the meaning or interpretation of this plan of merger.
- C. For the convenience of the parties hereto and to facilitate the filing and recording of this plan of merger, it may be executed in several counterparts, each of which shall be deemed the original, but all of which together shall constitute one and the same instrument.
- D. This Plan of Merger shall be governed by and construed in accordance with the laws of the State of Delaware applicable to agreements made and entirely to be performed in such jurisdiction.

IN WITNESS WHEREOF, the parties hereto have caused this plan of merger to be executed in counterparts by their duly authorized officers all as of the day and year written below.

Dated this Lifth day of Letter 1, 2013.

PACKER PROPERTIES, LLC (acquired company)

John P. Eckstein Sole Member and Owner

ECKSTEIN INVESTMENTS, LLC (acquiring company)

John P. Eckstein
Sole Member and Owner