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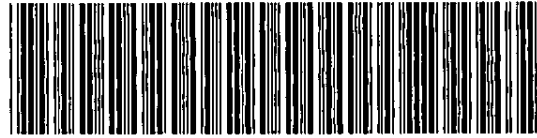
(Business Entity Name)

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SUBJECT: FILING

EFFECTIVE DATE  
4-30-14

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AND  
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14 APR 23 AM 9:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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APR 24 2014  
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**DATE:**

4/23/14

**NAME:**

CARGO SERVICES, INC

**TYPE OF FILING: MERGER**

**COST:**

70.00

**RETURN: PLAIN COPY PLEASE**

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**ACCOUNT: FCA000000015**

**AUTHORIZATION: ABBIE/PAUL HODGE**

*Abbie Hodge*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF MERGER  
OF  
CARGO SERVICES, INC.  
(a Florida corporation)  
WITH AND INTO  
CARGO AIRPORT SERVICES USA LLC  
(A Delaware limited liability company)**

**EFFECTIVE DATE**  
**4-30-14**

The following Articles of Merger are submitted to merge the following Florida Profit Corporation into the following Delaware Limited Liability Company in accordance with s.607.1109, Florida Statutes.

**FIRST:** The exact name, form/entity type, and jurisdiction for each merging party are as follows:

Cargo Services, Inc., a Florida corporation ("CSI") **L16774**

Cargo Airport Services USA LLC, a Delaware limited liability company.

**M13000003387**

**SECOND:** The exact name, form/entity and jurisdiction of the surviving party is:

Cargo Airport Services USA LLC, a Delaware limited liability company (the "LLC").

**THIRD:** The attached Agreement and Plan of Merger was approved by CSI and the LLC, who are parties to the merger in accordance with the applicable provisions of Chapters 607,605,617 or 620, Florida Statutes.

**FOURTH:** The attached Agreement and Plan of Merger was duly approved by the board of directors and the sole shareholder of CSI on March 30, 2014, in accordance with the applicable laws of the State of Delaware.

**FIFTH:** The effective date of the merger is April 30, 2014

**SIXTH:** LLC's principal place of business is at c/o Corporation Services Company, 2711 Centerville Road, Wilmington, DE 19801.

**SEVENTH:**

- (a) The LLC 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 CSI.
- (b) The LLC agrees to promptly pay to the dissenting shareholders of CSI the amount, if any, to which they are entitled under s.607.1302, Florida Statutes.

Dated: March 30<sup>th</sup>, 2014

**CARGO SERVICES, INC.**, a Florida  
corporation

By: 

Michael Duffy, President Cargo Services, Inc.  
JFK International Airport, Bldg. # 261  
North Boundary Road  
Jamaica, N.Y. 11430

**CARGO AIRPORT SERVICES USA LLC**,  
a Delaware Limited Liability Corporation

By: 

Michael Duffy, President, CAS USA LLC

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## AGREEMENT AND PLAN OF MERGER

### MERGING

**CARGO SERVICES, INC.**  
(a Florida corporation)

### WITH AND INTO

**CARGO AIRPORT SERVICES USA LLC**  
(a Delaware limited liability company)

**WHEREAS**, each of (1) the Board of Directors of Cargo Services, Inc., a Florida corporation ("CSI"), and (2) the managers of Cargo Airport Services USA LLC, a Delaware limited liability company (the "LLC") have determined that it is advisable for CSI to merge with and into the LLC upon the terms and conditions provided herein.

**NOW THEREFORE**, CSI and the LLC hereby agree to merge into a single limited liability company as follows:

1. Constituent Corporation; Surviving Corporation. Pursuant to this Agreement and Plan of Merger, CSI shall be merged with and into the LLC, with the LLC being the "Surviving Entity" (the "Merger"). The Surviving Entity's name shall be Cargo Airport Services USA LLC.
2. Terms and Conditions of Merger. The LLC will cause a Certificate of Merger and any other required documents to be executed and filed with the Delaware Secretary of State. CSI will cause Articles of Merger to be filed with the Florida Secretary of State. The Merger shall be effective upon filing (the "Effective Time").
  - a. Continuation of the LLC. The name, identity, purpose, existence, rights, privileges, powers, franchises, properties and assets of the LLC shall continue unimpaired by the Merger.
  - b. Termination of Existence of CSI. At the Effective Time, the separate existence of CSI shall cease, and all rights, privileges, powers, franchises, properties, assets, duties, obligations and liabilities of CSI shall be vested in the LLC, without any further act or deed, and shall be effectively the property of the LLC as they were of CSI.
3. Organization of Surviving Corporation. The certificate of formation of the LLC shall be the certificate of formation of the Surviving Corporation, and the limited liability company agreement of the LLC shall be the limited liability company agreement of the Surviving Entity (the "LLC Agreement"), at and after the Effective Time.
4. Cancellation of the Capital Stock of CSI. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into (A) the interests, shares,

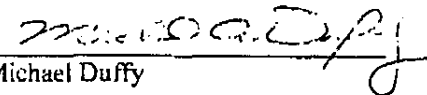
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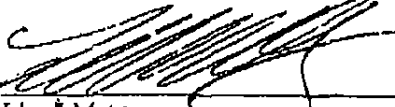
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obligations or others securities of the survivor, in whole or in part, into cash or other property, and (B) the manner and basis of converting the rights to acquire the interests, shares, obligations or other securities of each merged party into the 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: At the Effective Time, each issued and outstanding share of capital stock of CSI shall, by virtue of the Merger and without any action on the part of the holders thereof, (i) cease to be outstanding and (ii) be cancelled without consideration, and, after the Effective Time, outstanding certificates of CSI shall be surrendered to the Managers of the LLC.

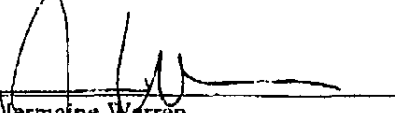
5. Amendment or Abandonment. This Agreement and Plan of Merger may be amended or abandoned prior to the filing of the Articles of Merger only by a written agreement signed by the LLC and CSI.
6. The LLC is the survivor and thus below listed are the names of each manager or managing member as follows and the business address for communications is listed below:

  
Michael Duffy

  
Zeena Rao


  
Lloy Mcra

  
Willie Woods

  
Vermaine Warren

Dated: March 30, 2014

CARGO SERVICES, INC, a Florida  
corporation

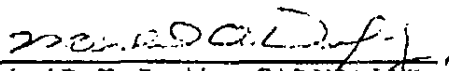
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By:   
Michael Duffy, President, CAS USA LLC