

Requester's Name

Address

City/State/Zip

Phone #

P000000005580

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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-08/22/00--01064--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00  
000003367490--4  
-08/22/00--01064--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

- ☐ Walk in ☐ Pick up time  
☐ Mail out ☐ Will wait

☐ Photocopy

- ☐ Certified Copy  
☐ Certificate of State

**NEW FILINGS**

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

Examiner's Initials

ARTICLES OF MERGER  
Merger Sheet

MERGING:

FIVEHALDEN SUPPLY, INC., document P98000007015, a Florida entity.

INTO

**SERVICE PARTS SUPPLY, INC.**, a Florida entity, P00000005580.

File date: August 22, 2000

Corporate Specialist: Carol Mustain

# PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

**First:** The name and jurisdiction of the surviving corporation is:

Name

Jurisdiction

Service Parts Supply, Inc

Port Richey, FL

**Second:** The name and jurisdiction of each merging corporation is:

Name

Jurisdiction

Fivehalden Supply, Inc

Port Richey, FL

**Third:** The terms and conditions of the merger are as follows:

*(See attached)*

**Fourth:** The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

*(See attached)*

*(Attach additional sheets if necessary)*

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TALLAHASSEE, FLORIDA

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## Attachment A

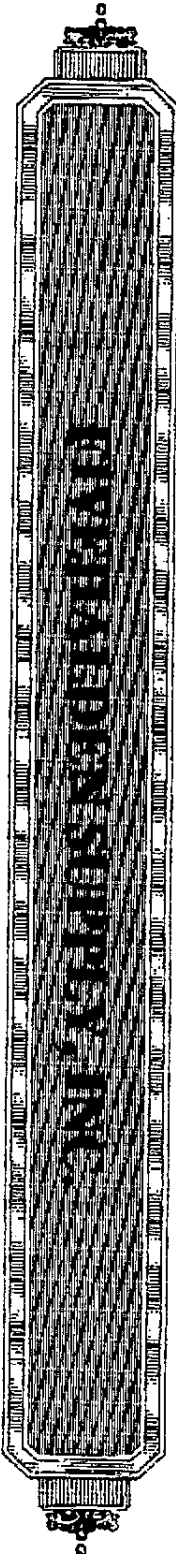
**Third:** Terms and conditions of the merger are as follows:

Fivehalden Supply, Inc. (hereinafter Fivehalden), the merging corporation owns few assets and several outstanding obligations. Scott Alan Fivecoat is the sole remaining shareholder. (see attachment B) The shares originally held by Douglas Allen were canceled in accordance with Florida Law by Fivehalden's corporate counsel. (see attachment C) Service Parts Supply, Inc., (hereinafter SPS), the surviving corporation accepts will seek to pay all Fivehalden's obligations currently held and known to SPS. Any obligations that are not known and discussed in the corporate meeting held on August 18, 2000, will not be paid unless the shareholders of SPS unanimously agree. Any liability or legal actions that may arise against Fivehalden will sever the merger if the SPS shareholders have not unanimously agreed to accept responsibility and defend the action as SPS. Any portion of these terms or conditions that are not in accordance with Florida law shall be stricken individually and shall not impact any other term or condition.

**Fourth:** Manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property in the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property as follows:

The basis for converting all shares from Fivehalden will be in the same ratio arrangement as the shares are currently held in SPS. There shall be no cash payment for the shares since Fivehalden shares have a negative share value. There are UCC-1 filed by the trusts of Mary Fivecoat and Ernie Fivecoat, H.B. Adams, Addison Supply and Caterpillar. These UCC-1's are accepted as the only known attachments to Fivehalden.

Attachment B(1)



TOTAL AUTHORIZED ISSUE  
7,500 SHARES PAR VALUE \$1.00 EACH

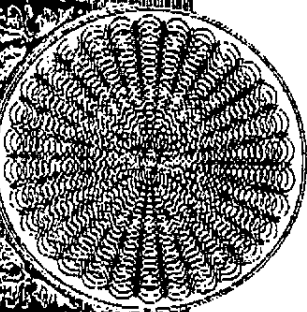
See Remarks for  
Certain Sections

This is to Certify that Leeth A. Furest is the owner of

fully one (51) fully paid and

non-assessable shares of the above Corporation transferable only on the books of the Corporation by the holder hereof in person or by duly authorized Attorney upon surrender of this Certificate properly endorsed.

Witness, the seal of the Corporation and the signatures of its duly authorized officers.  
Dated July 31, 2000



FIVEHAI DEN SUPPLY, INC.

TOTAL AUTHORIZED ISSUE  
7,500 SHARES PAR VALUE \$1.00 EACH

SEE KLEINER FOR  
CERTAIN SPECIFICATIONS

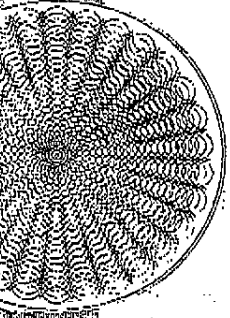
This is to Certify that Scott A. Fivecoat  
is the owner of

Forty-nine (49)

non-assessable shares of the above Corporation transferable only on the books of the Corporation by the holder hereof in person or by duly authorized Attorney upon surrender of this Certificate properly endorsed.

Witness, the seal of the Corporation and the signatures of its duly authorized officers.  
Dated February 19, 1998

*Scott A. Fivecoat*



*1. English Hill*

CHIEF OFFICER

# ARTICLES OF MERGER

(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, F.S.

First: The name and jurisdiction of the surviving corporation is:

Name

Jurisdiction

Service Parts Supply Inc.

Port Richey, FL

Second: The name and jurisdiction of each merging corporation is:

Name

Jurisdiction

Fivehalden Supply, Inc

Port Richey, FL

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TALLAHASSEE, FLORIDA

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State

OR      /      /      (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on August 18, 2000.

The Plan of Merger was adopted by the board of directors of the surviving corporation on \_\_\_\_\_ and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on August 18, 2000.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on \_\_\_\_\_ and shareholder approval was not required.

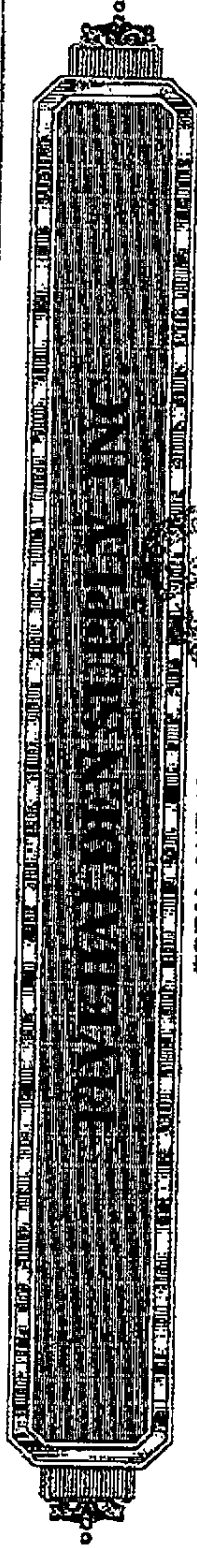
(Attach additional sheets if necessary)

**Seventh: SIGNATURES FOR EACH CORPORATION**

[illegible]



Attachment C



**TOTAL AUTHORIZED ISSUE**  
7,500 SHARES PAR VALUE \$1.00 EACH

See Notes for  
Certain Restrictions

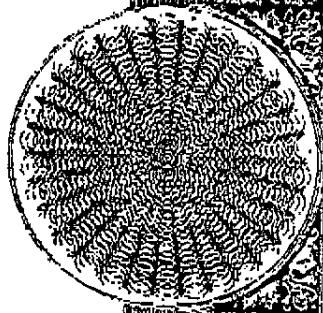
**COPIES**  
1/31/00

This is to Certify that Douglas H. Allen is the owner of  
Fifty-one (51) \_\_\_\_\_

non-assessable shares of the Grove Corporation transferable only on the books of the  
Corporation by the holder hereof in person or by duly authorized Attorney upon  
surrender of this Certificate properly endorsed.

Witness, the seal of the Corporation and the signatures of its duly authorized officers.

Dated February 19, 1998



*[Signature]*