

**P01000116176**

Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 617-6380

From: Account Name : CAPITOL SERVICES, INC.  
Account Number : I20160000017  
Phone : (800) 345-4647  
Fax Number : (800) 432-3622

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**MERGER OR SHARE EXCHANGE  
HOERBIGER SERVICE INC.**

Certificate of Status	0
Certified Copy	1
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**EFFECTIVE DATE**  
**12-31-16**

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**ARTICLES OF MERGER  
OF  
HOERBIGER SERVICE LATIN AMERICA, INC.  
AND  
HOERBIGER SERVICE INC.**

The following Articles of Merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1105, Florida Statutes.

1. The name and jurisdiction of the surviving corporation is:

<u>NAME</u>	<u>JURISDICTION</u>	<u>DOCUMENT NUMBER</u>
Hoerbiger Service Inc.	Florida	P01000116176

2. The name and jurisdiction of each merging corporation is:

<u>NAME</u>	<u>JURISDICTION</u>	<u>DOCUMENT NUMBER</u>
Hoerbiger Service Latin America, Inc.	Florida	J41873
Hoerbiger Service Inc.	Florida	P01000116176

**EFFECTIVE DATE**  
12-31-16

3. The Plan of Merger is attached hereto as Exhibit "A".
4. The merger shall become effective on December 31, 2016 at 7:00 a.m. (Eastern Time).
5. The Plan of Merger was adopted by the sole shareholder of the surviving corporation on the 10<sup>th</sup> day of December 2016.
6. The Plan of Merger was adopted by the sole shareholder of the merging corporation on the 10<sup>th</sup> day of December 2016.

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Kim Tadlock 800-432-3622

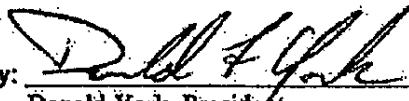
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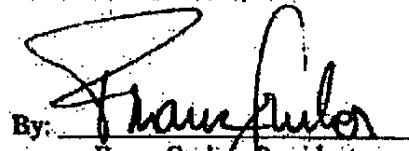
**HOERBIGER SERVICE INC.**

By:

  
Donald York, President

**HOERBIGER SERVICE  
LATIN AMERICA, INC.**

By:

  
Franz Gruber, President

[SIGNATURE PAGE TO ARTICLES OF MERGER OF HOERBIGER SERVICE LATIN AMERICA, INC. AND  
HOERBIGER SERVICE INC.]

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**EXHIBIT "A"**  
**PLAN OF MERGER**

PLAN OF MERGER adopted on December 10, 2016 by Hoerbiger Service, Latin America, Inc. ("HSLA") a business corporation of the State of Florida, and by its Board of Directors on said date, and adopted on December 10, 2016 by Hoerbiger Service Inc. ("HSP") a business corporation incorporated under the laws of the State of Florida, and by its Board of Directors on said date.

1. HSLA shall, pursuant to the provisions of the General Corporation Law of the State of Florida, and the provisions of the laws of the State of Florida, be merged with and into a single corporation, to wit, Hoerbiger Service Inc. ("HSP"), which shall be the surviving corporation upon the effective date of the merger and which is sometimes hereinafter referred to as the "surviving corporation". The separate existence of HSLA, which is sometimes hereinafter referred to as the "terminating corporation", shall cease upon the effective date of the merger in accordance with the provisions of the General Corporation Law of the State of Florida.

2. The number of outstanding shares of the terminating corporation is 400 shares, all of which are of one class and are common shares, all of which are entitled to vote.

3. The number of outstanding shares of the surviving corporation is 10,000 shares, all of which are of one class and are common shares, all of which are entitled to vote.

4. The Bylaws of the surviving corporation upon the effective date of the merger will be the Bylaws of said surviving corporation and will continue in full force and effect until changed, altered or amended as therein provided and in the manner prescribed by the provisions of the laws of the jurisdiction of its incorporation.

5. The directors and the officers in office of the surviving corporation upon the effective date of the merger shall be members of the first Board of Directors and the first officers of the surviving corporation, all of whom shall hold their directorships and offices until such election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the by-laws of the surviving corporation.

6. Each issued share of the terminating corporation shall, upon the effective date of the merger be cancelled. The issued shares of the surviving corporation shall not be converted into any manner, but each said share which is issued as of the effective day of the merger shall continue to represent one issued share of the surviving corporation.

7. The Plan of Merger herein made and adopted shall be submitted to the shareholders of the terminating corporation for their adoption or rejection in the manner prescribed by the provisions of the General Corporation Law of the State of Florida, and the merger of the terminating corporation with and into the surviving corporation shall be authorized in the manner prescribed by the laws of the jurisdiction of the incorporation of the surviving corporation.

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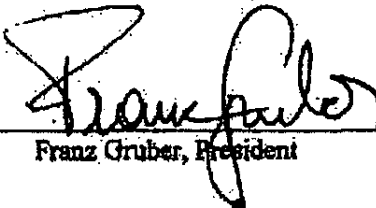
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8. In the event that the Plan of Merger shall have been adopted by the shareholders entitled to vote of the terminating corporation in the manner prescribed by the provisions of the General Corporation Law of the State of Florida, and in the event that the merger of the terminating corporation with and into the surviving corporation shall have been duly authorized in compliance with the laws of the jurisdiction of the incorporation of the surviving corporation, the terminating corporation and the surviving corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document of documents prescribed by the laws of the State of Florida and the State of Florida, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

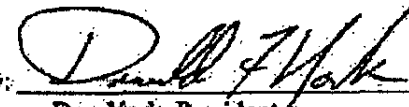
9. The Board of Directors and the proper officers of the terminating corporation and of the surviving corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

10. The effective date of the merger shall be December 31, 2016.

HOERBIGER SERVICE LATIN AMERICA, INC.

By:   
Franz Gruber, President

HOERBIGER SERVICE INC.

By:   
Don York, President