

P03D000015495

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

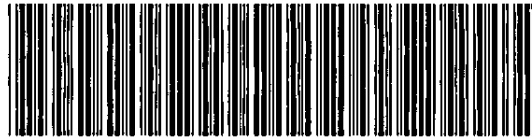
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CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 863015 4300358

AUTHORIZATION : *[Signature]*

COST LIMIT : \$ 70.00

ORDER DATE : November 5, 2015

ORDER TIME : 9:36 AM

ORDER NO. : 863015-010

CUSTOMER NO: 4300358

ARTICLES OF MERGER

CARCO FLORIDA HOLDINGS, INC.

INTO

CARCO GROUP, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XX PLAIN STAMPED COPY

CONTACT PERSON: Courtney Williams

EXAMINER'S INITIALS:

*[Signature]*

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## ARTICLES OF MERGER

The following articles of merger are submitted in accordance with the Florida Business Corporation Act under sections 607.1104 and 607.1105, Florida Statutes.

1. Name and Jurisdiction of the Surviving Corporation.

Name:	Jurisdiction:	Document Number:
CARCO GROUP, INC.	Delaware	N/A

2. Name and Jurisdiction of the Merging Corporation.

Name:	Jurisdiction:	Document Number:
CARCO FLORIDA HOLDINGS, INC.	Florida	P03000015495

3. Effectiveness of Merger. The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

4. Plan of Merger.

(a) Upon the effectiveness of the merger, (i) the issued and outstanding shares of the surviving corporation shall be issued pro-rata to the holders of the shares of the merging corporation upon surrender of any certificates therefor and (ii) each issued and outstanding share of the merging corporation shall be cancelled, and the holder of that share shall have no further rights with respect to that share.

(b) Shareholders of the merging corporation who, except for the applicability of section 607.1104, Florida Statutes, would be entitled to vote and who dissent to the merger pursuant to section 607.1321, Florida Statutes, may be entitled, if they comply with the provisions of the Florida Business Corporation Act regarding appraisal rights, to be paid the fair value of their shares.

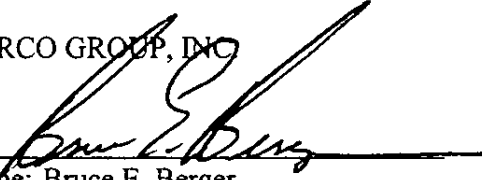
5. Adoption of Merger by Surviving Corporation. The Plan of Merger was adopted by the board of directors and shareholders of the surviving corporation on November 6, 2015.

6. No Merging Corporation Approval Required. No approval of the board of directors or shareholders of the merging corporation was required under section 607.1104, Florida Statutes.

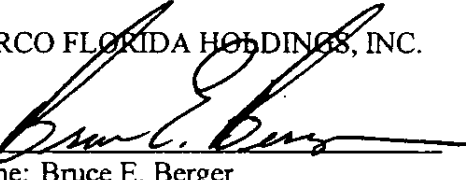
\* \* \*

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Merger as of November 6, 2015.

CARCO GROUP, INC.

By:   
Name: Bruce E. Berger  
Title: Vice President & Secretary

CARCO FLORIDA HOLDINGS, INC.

By:   
Name: Bruce E. Berger  
Title: Vice President & Secretary