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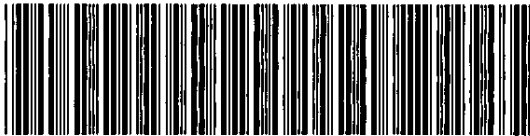
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Morgan

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10-16-07

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:
not applicable

OR

Restated articles are attached:

None

Other provisions relating to the merger are as follows:

See Exhibit A, attached hereto and incorporated herein by reference.

EXHIBIT A

AGREEMENT OF MERGER

THIS AGREEMENT OF MERGER, is made as of October 1, 2007; by and between H. L. ZINK INCORPORATED, an Ohio corporation (assigned Charter No. 545813) and H. L. ZINK INCORPORATED, a Florida corporation (assigned Document No. P06000147441), said corporations being sometimes hereinafter collectively referred to as the "Constituent corporations."

WHEREAS, the shareholder(s) and respective Boards of Directors of the Constituent corporations deem it advisable that H. L. Zink Incorporated, an Ohio corporation, (herein called the "Oldco") be merged into H. L. Zink Incorporated, a Florida corporation, (herein called "Newco") under the laws of the State of Florida (pursuant to Section 607.1101, et. seq of Florida statutes) and Ohio (pursuant to Section 1701.79, et. seq. of the Ohio Revised Code) in the manner provided therefore; and

WHEREAS the shareholder(s) and Boards of Directors of Oldco and Newco have taken action to authorize and direct the merger of Oldco into Newco in accordance with the terms and conditions of this Agreement of Merger.

NOW, THEREFORE, in consideration of the foregoing statements and the mutual covenants and promises made in this Agreement of Merger, and in accordance with the laws of the State of Ohio and the State of Florida, the Constituent corporations hereby agree as follows:

1. Effective Date of Merger. The effective date (herein called the "Effective Date") of this Agreement shall be the later of October 1, 2007, or the date this Agreement is filed with and accepted by the Office of the Ohio Secretary of State and the Florida Division of Corporations.
2. Agreement to Merge. The Constituent corporations hereby agree that, as of the Effective Date, Oldco shall be merged into Newco. Oldco was formed and is currently existing under the laws of the State of Ohio. Newco was formed and is currently existing under the laws of the State of Florida. The Constituent corporations acknowledge and agree that this merger shall constitute a statutory merger under Section 368(a)(1)(F) of the Internal Revenue Code of 1986, as may be periodically amended.
3. Authorized Shares of Surviving Corporation. The present number of shares which Oldco is authorized to issue is 500 shares of no par common stock, of which 143.26 shares are now issued and outstanding. The present number of shares which Newco is authorized to issue is 500 shares of no par value common stock, of which 100 shares are issued and outstanding as of the Effective Date.
4. Mode of Effecting Merger. As of the Effective Date, all of the issued and outstanding shares of Oldco shall be extinguished. The issued and outstanding stock of Newco prior to the merger will remain unchanged, upon, and after, the Effective Date of this Agreement of Merger.
5. Name of Surviving Corporation. The name of the surviving corporation, after the Effective Date, shall be "H. L. Zink Incorporated."

6. Place of Office of Surviving Corporation. The place in Florida where the principal office of the surviving corporation is to be located is 365 Pirates Bight, Naples, Collier County, Florida, 34103.

7. Purpose of Surviving Corporation. The purposes of the surviving corporation are to engage in any lawful act or activity for which corporations may be formed under the laws of the State of Florida or any other state in which the surviving corporation is registered to do business.

8. First Directors. The sole director of the surviving corporation shall be Harold L. Zink, to serve until a successor is duly elected and qualified.

9. Name and Residence of Registered Agent of Corporation. Harold L. Zink of 365 Pirates Bight, Naples, Collier County, Florida, a natural person and resident of said county, being the county in which the principal office of said H. L. Zink Incorporated is to be located, shall be, and is hereby, appointed as the person on whom process, tax notices, and demand against said H. L. Zink Incorporated, or either of the said Constituent corporations, may be served. The surviving corporation will not do business in the State of Ohio.

10. Reporting of Assets at Book Value in Accounts of Surviving Corporation; Pooling of Interest. The assets of Oldco shall be reported in the accounts of Newco at their book value as of the Effective Date.

11. Articles of Incorporation. The Articles of Incorporation of Newco, as set forth in Exhibit A (attached hereto and incorporated herein by reference), shall be the Articles of Incorporation of the surviving corporation.

12. Bylaws. The Bylaws of Newco, as set forth in Exhibit B (attached hereto and incorporated herein by reference) shall be the Bylaws of the surviving corporation.

13. Additional Documents. If at any time Newco determines that any documents or instruments are necessary or desirable to vest in Newco title to any property or rights of Oldco, the proper officers and directors of Oldco shall execute all documents or instruments necessary to vest title in such property or rights in Newco, and otherwise carry out the purposes of this Agreement. Oldco shall execute and file all documents which may be necessary or appropriate to effect the purposes and intentions of this Agreement.

14. Ohio Service of Process. By its execution of this Agreement of Merger, Newco consents to be sued and served with process in the State of Ohio and irrevocably appoints the Secretary of State of Ohio as its agent to accept service of process in any proceedings in the State of Ohio to enforce against Newco any claims of creditors, any obligations of any constituent domestic corporation (i.e., Oldco), or to enforce the rights of a dissenting shareholder of any Constituent domestic shareholder.

15. Binding Agreement. This Agreement of Merger shall be binding upon and shall inure to the benefit of the Constituent corporations and their respective successors and assigns.

16. Abandonment of Agreement of Merger. This Agreement of Merger may be abandoned at any time prior to the Effective Date by either of the Constituent corporations. **[DOCUMENT CONTINUED ON NEXT PAGE]**

IN WITNESS WHEREOF, the Constituent Corporations have caused this Agreement of Merger to be signed as of the date and year first written above.

H. L. ZINK INCORPORATED
(a Florida corporation)

By: *Harold L. Zink*
Harold L. Zink, President

-Newco-

H. L. ZINK INCORPORATED
(an Ohio corporation)

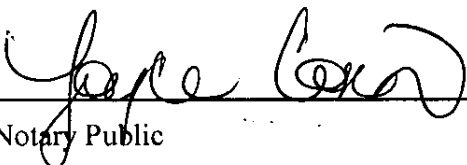
By: *Harold L. Zink*
Harold L. Zink, President

-Oldco-

STATE OF OHIO)
) SS:
COUNTY OF CUYAHOGA)

Before me, a Notary Public in and for said County, personally appeared the above named H. L. ZINK INCORPORATED (a Florida corporation) by Harold L. Zink, its President who acknowledged that he did sign the foregoing instrument and that the same is the free act and deed of said corporation and the free act and deed of him personally and as an officer.

In Testimony Whereof, I have hereunto set my hand and official seal, at Westlake, Ohio on this October 1, 2007.



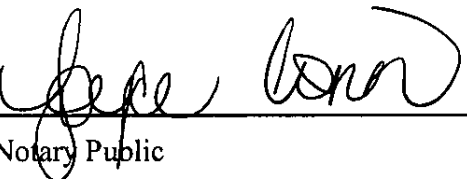
Notary Public

JOYCE CORN
NOTARY PUBLIC - STATE OF OHIO
RECORDED IN LORAIN COUNTY
MY COMM. EXPIRES OCT. 27, 2009

STATE OF OHIO)
) SS:
COUNTY OF CUYAHOGA)

Before me, a Notary Public in and for said County, personally appeared the above named H. L. ZINK INCORPORATED (an Ohio corporation) by Harold L. Zink, its President, who acknowledged that he did sign the foregoing instrument and that the same is the free act and deed of said corporation and the free act and deed of him personally and as an officer.

In Testimony Whereof, I have hereunto set my hand and official seal, at Westlake, Ohio on this October 1, 2007.



Notary Public

JOYCE CORN
NOTARY PUBLIC - STATE OF OHIO
RECORDED IN LORAIN COUNTY
MY COMM. EXPIRES OCT. 27, 2009