

POL 000154787

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Parcel A Corporation

Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Check # 61792 / \$183.75
Attached

Please return all correspondence concerning this matter to following:

Oscar J. Locklin

Contact Person

Locklin, Saba, Locklin & Jones, P.A.

Firm/Company

4557 Chumuckla Hwy

Address

Pace, FL 32571

City/State and Zip Code

olocklin@ljslawfirm.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Oscar J. Locklin

At (850)

995-1102

Name of Contact Person

Area Code & Daytime Telephone Number

☒ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

DO NOT MAIL!

Call Karen to Pick Up:

878-9966

ARTICLES OF MERGER

The following articles of merger are submitted according to the Florida Business Corporation Act, pursuant to §607.1105 Fla. Statutes.

FIRST: The name, jurisdiction and document number of the surviving corporation:

Parcel A Corporation	Florida	P06000154787
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SECOND: The name, jurisdiction and document number of the merging corporations:

Parcel B Corporation	Florida	P06000154789
Milton Rental Company 5 & 6, Inc.	Florida	P07000009277
Milton Rental Company 3 & 4, Inc.	Florida	P06000154792
Jay Rental Company 1 & 2, Inc.	Florida	P06000154791

THIRD: The Plan of Merger is attached hereto.

FOURTH: The merger shall become effective on December 31, 2015.

FIFTH: Adoption of Merger by the Surviving Corporation.

The Plan of Merger was unanimously adopted by the shareholders of the surviving on December 28, 2015.

SIXTH: Adoption of Merger by the Merging Corporation

The Plan of Merger was unanimously adopted by the shareholders of **Parcel B Corporation** on December 28, 2015.

The Plan of Merger was unanimously adopted by the shareholders of **Milton Rental Company 5 & 6, Inc.** on December

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2015 DEC 30 PM 1:27

FILED

28, 2015.

The Plan of Merger was unanimously adopted by the shareholders of **Milton Rental Company 3 & 4, Inc.** on December 28, 2015.

The Plan of Merger was unanimously adopted by the shareholders of **Jay Rental Company 1 & 2, Inc.** on December 28, 2015.

SEVENTH: Signatures of the President of each corporation pursuant to §607.0120 Fla. Statutes.

Parcel A Corporation

By: Jeffrey D. Kelley, President

Parcel B Corporation

By: Jeffrey D. Kelley, President

Milton Rental Company 5 & 6, Inc.

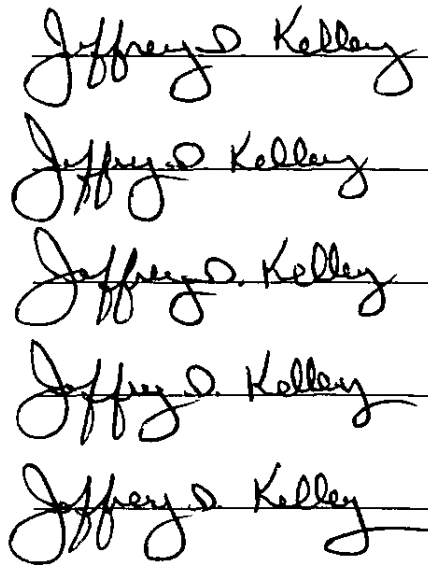
By: Jeffrey D. Kelley, President

Milton Rental Company 3 & 4, Inc.

By: Jeffrey D. Kelley, President

Jay Rental Company 1 & 2, Inc.

By: Jeffrey D. Kelley, President



PLAN OF MERGER

Merger between **Parcel A Corporation**, a Florida corporation (the "Surviving Corp.") and **Parcel B Corporation**, a Florida corporation; **Milton Rental Company 5 & 6, Inc.**, a Florida corporation; **Milton Rental Company 3 & 4, Inc.**, a Florida corporation; and **Jay Rental Company 1 & 2, Inc.**, a Florida corporation (the "Merging Corp.") (collectively the "Constituent Corporations"). This Merger is being effected under this Plan of Merger ("Plan") in accordance with §607.1101 et seq. of the Florida Business Corporation Act (the "Act").

1. Articles of Incorporation. The Articles of Incorporation of Surviving Corp., in effect immediately before the Effective Date, with the following changes, shall be the Articles of Incorporation of the Surviving Corp.'s. until further amended as provided by law. The changes to Surviving Corp.'s Articles of Incorporation, which shall take effect on the Effective Date, are as follows:

The amended and restated Articles of Incorporation of the Surviving Corp. are attached hereto as exhibit "1"

2. Distribution to Shareholders of the Constituent Corporations. On the Effective Date, each share of Merging Corp.'s common stock issued and outstanding at that time shall, without more, be converted into and exchanged for shares of the Surviving Corp. in accordance with this plan. Each share of Surviving Corp.'s stock that is issued and outstanding on the Effective Date shall continue as outstanding shares of Surviving Corp.'s stock.

3. Satisfaction of Rights of Merging Corp. Shareholders. All shares of Surviving Corp.'s stock into which shares of Merging Corp.'s stock shall have been converted and become exchangeable for under this Plan shall be deemed to have been paid in full satisfaction of such converted shares.

4. Effect of Merger. On the Effective Date, the separate existence of Merging Corp. shall cease, and Surviving Corp. shall be fully vested in Merging Corp.'s rights, privileges, assets, immunities, powers, and franchises, subject to its restrictions, liabilities, disabilities, and duties, all as more particularly set forth in §607.1106 of the Act.

5. Supplemental Action. If at any time after the Effective Date, Surviving Corp. shall determine that any further conveyances, agreement, documents, instruments, and assurances or any further action is necessary or desirable to carry out the provisions of this Plan, the appropriate officers of

Surviving Corp. or Merging Corp., as the case may be, whether past or remaining in office, shall execute and deliver, on the request of Surviving Corp., any and all proper conveyances, agreements, documents, instruments, and assurances and perform all necessary or proper acts, to vest, perfect, confirm, or record such title thereto in Surviving Corp., or to otherwise carry out the provisions of this Plan.

6. Filing with the Florida Secretary of State and Effective Date. On the Closing, as provided in the Agreement of Merger of which this Plan is a part, Merging Corp. and Surviving Corp. shall cause their respective Presidents to execute Articles of Merger in the form attached to this Agreement and on such execution this Plan shall be deemed incorporated by reference into the Articles of Merger as if fully set forth in such Articles and shall become an exhibit to such Articles of Merger. Thereafter, such Articles of Merger shall be delivered for filing by Surviving Corp. to the Florida Secretary of State, in accordance with §607.1105(1)(b) of the Act, the Articles of Merger shall specify the "Effective Date," of the Articles.

7. Amendment and Waiver. Any of the terms or conditions of this Plan may be waived at any time by the one of the Constituent Corporations which is, or the shareholders of which are, entitled to the benefit thereof by action taken by the Board of Directors of such party, or may be amended or modified in whole or in part at any time before the vote of the shareholders of the Constituent Corporations by an agreement in writing executed in the same manner, or at any time thereafter as long as such change is in accordance with §607.1103 of the Act.

8. Termination. At any time before the Effective Date (whether before or after filing of Articles of Merger), this Plan may be terminated and the Merger abandoned by mutual consent of the Boards of Directors of the Constituent Corporations, notwithstanding favorable action by the shareholders of the respective Constituent Corporations.

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF PARCEL A CORPORATION

Pursuant to the provisions of §607.1006, Fla. Statutes, PARCEL A CORPORATION, a Florida corporation, document number P06000154787, hereby adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendments adopted:

(a)

The name of the corporation shall be changed to be: **CHAMPION REAL ESTATE INVESTMENTS, INC.**

(b)

The Articles of Incorporation are hereby further amended and restated in their entirety. A copy of the Amended and Restated Articles of Incorporation are attached hereto, and incorporated herein.

SECOND: The date of this amendment's adoption is December 28, 2015.

THIRD: This amendment was unanimously approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Jeffrey D. Kelley, President



AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
CHAMPION REAL ESTATE INVESTMENTS, INC.

The following provisions are adopted by the board of directors, shareholders, and CHAMPION REAL ESTATE INVESTMENTS, INC. (the "Corporation"), as its amended and restated Articles of Incorporation:

Article I: Identifying Information:

The name of the Corporation is:

CHAMPION REAL ESTATE INVESTMENTS, INC.

Document Number: P06000154787

Article II: The Corporation's addresses are:

Principal Place of Business:

4348 Highway 90
Pace, Florida 32571

Mailing address:

4348 Highway 90
Pace, Florida 32571

Article III: The Corporation is organized for the purpose of conducting ANY AND ALL LAWFUL BUSINESS.

Article IV: The Corporation is authorized to issue One Thousand (1,000) shares of common stock.

Article V: The name and street address of the Registered Agent:

Teressa L. Kelley
4348 Highway 90
Pace, Florida 32571

I certify that I am familiar with, and accept the responsibilities of
registered agent for the Corporation.

Teressa L. Kelley

Article VI: The Directors and Officers of the Corporation are:

<u>Name</u>	<u>Title</u>
Jeffrey D. Kelley 4348 Highway 90 Pace, Florida 32571	Director President
Teressa L. Kelley 4348 Highway 90 Pace, Florida 32571	Director Vice President Secretary

Signed in accordance with the provisions of §607.0120, Fla. Statutes.

Jeffrey D. Kelley, President