

12/31/2019

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)617-6380

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (614)280-3338
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****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

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MERGER OR SHARE EXCHANGE
The Service Companies, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	08
Estimated Charge	\$68.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**Articles of Merger
For
Florida Profit or Non-Profit Corporation
Into
Other Business Entity**

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109, 617.0302 or 605.1025, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
MCR Facility Services, LLC	California	Limited Liability Company
The Service Companies, Inc.	Florida	Corporation

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
The Service Companies, Inc.	Florida	Corporation

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 605, 617, and/or 620, Florida Statutes.

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

2900 Monarch Lakes Blvd, Suite #202, Miramar, FL, 33027

(formerly, 14750 NW 77th Court, Suite #100, Miami Lakes, FL

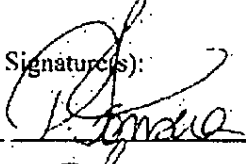
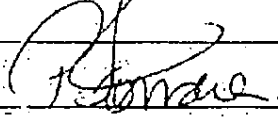
SEVENTH: If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.130 F.S.

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EIGHTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
The Service Companies, Inc.		Patricia Fonseca, CFO
MCR Facility Services, LLC		Patricia Fonseca, CFO

of The Service Companies, Inc., sole member

Corporations:	Chairman, Vice Chairman, President or Officer (If no directors selected, signature of incorporator.)
General Partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative

Fees: \$35.00 Per Party

Certified Copy (optional): \$8.75

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PLAN OF MERGER

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
MCR Facility Services, LLC	California	Limited Liability Company
The Service Companies, Inc.	Florida	Corporation

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
The Service Companies, Inc.	Florida	Corporation

THIRD: The terms and conditions of the merger are as follows:

The Service Companies, Inc. is the Parent and the MCR Facility Services, LLC is the Subsidiary.

Upon filing this Plan of Merger with the Florida Department of State (the "Effective Time"), the

Bylaws of surviving corporation (the "Surviving Corporation") will be the Bylaws of Parent

and the articles of incorporation of the Surviving Corporation will be the Articles of Incorporation of

Parent until thereafter amended as provided therein or by the Florida Business Corporation Act

(Attach additional sheet if necessary)

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FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

Upon the Effective Time, by virtue of

the merger and without any action on the part of the Parent, the Subsidiary or the Subsidiary's unitholders:

(a) Each of the Subsidiary's units ("Subsidiary Units") that are owned by the Parent or the Subsidiary

(as treasury units or otherwise) will automatically be canceled and retired and will cease to exist, and no

no consideration will be delivered in exchange therefor; and (b) Each share of the parent issued and

outstanding immediately prior to the Effective Time shall remain outstanding following the consummation

consummation of the merger.

(Attach additional sheet if necessary)

B. The manner and basis of converting the rights to acquire the interests, shares, obligations or other securities of each merged party into the rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

N/A

(Attach additional sheet if necessary)

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TALLAHASSEE, FLORIDA

FIFTH: If a partnership is the survivor, the name and business address of each general partner is as follows:

N/A

(Attach additional sheet if necessary)

SIXTH: If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

N/A

(Attach additional sheet if necessary)

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SEVENTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

In accordance with Section 17710.17(f) of the California Revised Uniform Limited Liability Company

Act, Parent and Subsidiary agree: (1) that Parent, a Florida corporation, may be

served in the State of California in a proceeding for the enforcement of an obligation of Subsidiary

and in a proceeding to enforce the rights of any holder of a dissenting interest or dissenting shares in

Subsidiary: (2) that Subsidiary irrevocably appoints the Secretary of State as its agent service of process to

the following address: CORPORATE CREATIONS NETWORK INC, 11380 PROSPERITY FARMS RD

#221E, PALM BEACH GARDENS, FL 33410; (3) that Parent promptly pay the holder of any dissenting

interest or dissenting share in Subsidiary the amount to which that person is entitled under California Law.

(Attach additional sheet if necessary)

EIGHTH: Other provision, if any, relating to the merger are as follows:

N/A

(Attach additional sheet if necessary)

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