

12/28/2017 10:18 MACFARLANE FERGUSON  
DIVISION OF CORPORATIONS (FAX) 727 442 8470 P. 002/007  
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# P09000076563

Florida Department of State  
Division of Corporations  
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*effective date  
01/01/2018*

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Account Number : 071003001001  
Phone : (727) 441-8966  
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MERGER OR SHARE EXCHANGE  
DHR INDUSTRIES, INC.

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Clearwater, FL 33756  
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**FAX TRANSMITTAL FORM**

ATTENTION: Diane  
FIRM NAME: Dept of State  
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Message: Diane: I HAVE BEEN DIRECTED BY YOUR OFFICE TO SEND THIS IN AGAIN. It was faxed yesterday (see attached confirmation sheet). Please process and let me know that it has been filed. Thank you.

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001	12/27/17 17:07	918508178380	0'01'03"	FAX	OK	200x100 Normal/Qn

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ARTICLES OF MERGER

906-34701  
VKM INTERNATIONAL, INC. (VKM), a Florida corporation, does hereby agree to merge into DHR INDUSTRIES, INC. (DHR), a Florida corporation, in accordance with the following Articles of Merger:

A. The Plan of Merger adopted by the unanimous vote of the Board of Directors and shareholders of VKM and DHR, both being Florida corporations, is as follows:

1. Surviving Corporation. VKM INTERNATIONAL, INC., whose sole shareholder is David Hallam, shall be merged into DHR INDUSTRIES, INC., a Florida corporation and DHR INDUSTRIES, INC. shall be the surviving corporation.
2. Ownership of Stock. The outstanding shares of stock of VKM INTERNATIONAL, INC. are wholly owned by David Hallam. David Hallam shall remain the sole Shareholder of DHR INDUSTRIES, Inc.
3. Terms and Conditions of Merger. On the effective date of the merger of VKM INTERNATIONAL, INC., a Florida corporation, into DHR INDUSTRIES, INC., a Florida corporation, the separate existence of VKM INTERNATIONAL, INC., a Florida corporation, shall cease. Simultaneously therewith, the stock of VKM INTERNATIONAL, INC., Inc., a Florida corporation, now wholly owned by David Hallam, shall be cancelled. DHR INDUSTRIES, INC., Inc., a Florida corporation, shall therewith succeed to all of the properties, rights and other assets and shall be subject to all of the liabilities of VKM INTERNATIONAL, INC., a Florida corporation, without further action by either corporation, including the right to the use of the name "VKM INTERNATIONAL".
4. Further Assurances. If at any time DHR INDUSTRIES, INC. shall determine that additional conveyances, documents or other actions are necessary to carry out the provisions of this plan of merger, the officers and directors of VKM INTERNATIONAL, INC., as of the effective date of this merger, shall execute such conveyances or documents or take such action.
5. Effective Date. The effective date of this merger shall be January 1, 2018.

B. DAVID HALLAM, the sole shareholder of VKM INTERNATIONAL, INC., Inc. and the sole shareholder of DHR INDUSTRIES, INC. approved the Plan of Merger and consented to the filing of these

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STATE OF FLORIDA

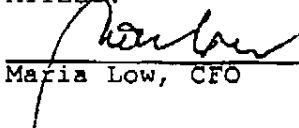
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Articles of Merger on the same date as the adoption by the Boards of Directors of each of DHR INDUSTRIES, INC. and VKM INTERNATIONAL, INC.

C. The date of adoption of the Plan of Merger and the approval of these Articles of Merger by the respective Boards of Directors of VKM INTERNATIONAL, INC., a Florida corporation, and DHR INDUSTRIES, Inc., a Florida corporation, was the 22 day of December, 2017. The effective date of these Articles of Merger shall be January 1, 2018.

IN WITNESS WHEREOF, these Articles of Merger have been executed by the President and Secretary of each of the corporations this 22 day of December, 2017.

ATTEST:

  
Maria Low, CFOVKM INTERNATIONAL, INC.  
a Florida corporationBy: 

David Hallam, President

ATTEST:


  
Maria Low, CFODHR INDUSTRIES, INC.,  
a Florida corporationBy: 

David Hallam, President

STATE OF FLORIDA  
COUNTY OF MARION

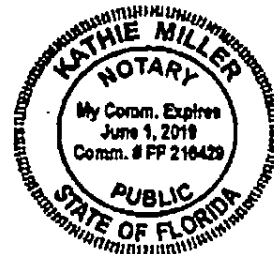
I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, DAVID HALLAM, as President of VKM INTERNATIONAL, INC., a Florida corporation, to me well known and known to me to be the individual described in and who executed the foregoing document, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Ocala, Marion County, Florida, this 22 day of December, 2017.

  
Notary Public

My Commission Expires:

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WAIVER OF 30-DAY PERIOD

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The undersigned, DAVID HALLAM., the owner and holder of all of the issued and outstanding common stock of VKM INTERNATIONAL, INC., a Florida corporation, said corporation having only one class of stock, hereby acknowledges the receipt of a copy of a Plan of Merger whereby VKM INTERNATIONAL, INC., a Florida corporation, will be merged into ~~DVA~~ INDUSTRIES, INC., Inc., a Florida corporation, and does further hereby waive the 30-day notice requirement before the delivery to the Department of State of the Articles of Merger, and does hereby consent to the immediate delivery of said Articles of Merger to the Department of State.


Dated this 22 day of December, 2017.

  
\_\_\_\_\_  
DAVID HALLAM

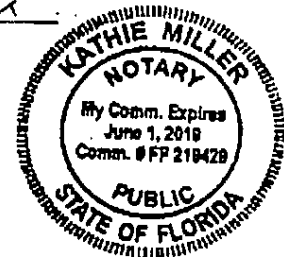
STATE OF FLORIDA  
COUNTY OF MARION

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, DAVID HALLAM, to me well known and known to me to be the individual described in and who executed the foregoing document, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Clearwater, Pinellas County, Florida, this 22 day of December, 2017.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:



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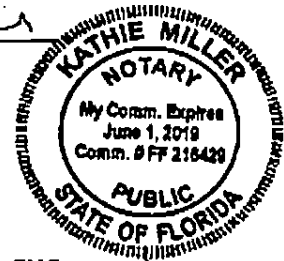
STATE OF FLORIDA  
COUNTY OF MARION

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, **DAVID HALLAM**, as President of DHR INDUSTRIES, INC., a Florida corporation, to me well known and known to me to be the individual described in and who executed the foregoing document, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Clearwater, Pinellas County, Florida, this 22 day of December, 2017.


  
Notary Public

My Commission Expires:



## SHAREHOLDER CONSENT:

**DAVID HALLAM**, sole shareholder of both DHR INDUSTRIES, INC. and VKM INTERNATIONAL, INC. does hereby consent to the adoption of the Plan of Merger set forth above and to the filing of these Articles of Merger with the Secretary of State of Florida, with an effective date of January 1, 2018.

  
**DAVID HALLAM**

Dated: 22 Dec '17

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