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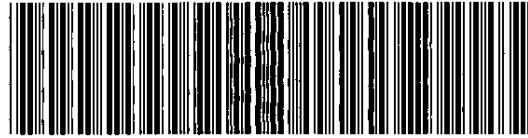
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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: FPI Pumps, Inc.
Name of Surviving Corporation

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

Please return all correspondence concerning this matter to following:

William H. Stiles

Contact Person

FPI Pumps, Inc.

Firm/Company

814 Hammondville Road

Address

Pompano Beach, FL 33060

City/State and Zip Code

bill@fpipumps.com

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

For further information concerning this matter, please call:

William H. Stiles

Name of Contact Person

At (954)

946-3066

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

**CERTIFICATE OF MERGER
FOR
FPI PUMPS, INC.
AND
FARMERS MANUFACTURING ACQUISITION COMPANY, INC.
Florida corporations for profit**

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10 NOV 12 PM 11:39
CLERK OF SUPERIOR COURT
JACKSONVILLE, FLORIDA

The following Certificate of Merger is submitted to merge the following Florida corporations in accordance with Chap. 608.4382, Florida Statutes.

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

FPI Pumps, Inc., a Florida corporation for profit

Farmers Manufacturing Acquisition Company, Inc., a Florida corporation for profit

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

FPI Pumps, Inc., a Florida corporation for profit

THIRD: The attached plan of merger was approved by each domestic corporation that is a party to the merger in accordance with the application provisions of Chapters 607 and 608, Florida Statutes.

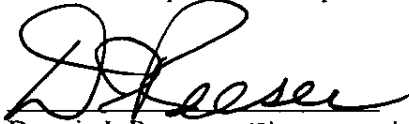
FOURTH: No other business entity is a party to the merger.

FIFTH. The effective date of the merger shall be the date of filing of this Certificate.

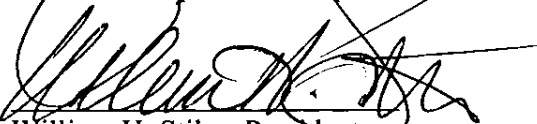
SIXTH: The merging entities are existing Florida corporations for profit, in good standing .

Dated this 4th day of November, 2010.

FPI Pumps, Inc.,
a Florida corporation for profit


Dennis I. Reeser, Vice President

FPI Pumps, Inc.
A Florida corporation for profit


William H. Stiles, President

PLAN OF MERGER

The following plan of merger is submitted in compliance with Fla. Stat. Chap. 607.1101, and in accordance with the law of any other applicable jurisdiction or incorporation.

FIRST. The name and jurisdiction of the surviving corporation is: FPI PUMPS, INC., a Florida corporation.

SECOND. The name and jurisdiction of the merging corporation is: FARMERS MANUFACTURING ACQUISITION COMPANY, INC., a Florida corporation.

THIRD. The conditions of the merger are as follows:

1. The surviving corporation shall be recapitalized.
2. The sole stockholder of the surviving corporation shall retain his stock in the surviving corporation.
3. The stockholders of the merging corporation shall exchange their stock for a proportionate share of the recapitalized surviving corporation equal to the proportionate share held by the stockholders in the merging corporation.

FOURTH. The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property, and the manner and basis of converting rights to acquire shares of each corporation or, in whole or in part, into cash or other property as follows: each share of the merging corporation will be exchanged for one share of the surviving corporation. The articles of incorporation of the surviving corporation will not differ except of permitted amendments as described in Fla. Stat. Chap. 607.1002. The sole shareholder of the recapitalized surviving corporation whose shares were outstanding immediately prior to the effective date of the merger will hold such shares as are necessary to maintain a voting majority, with identical designations, preferences, limitations, and relative rights immediately after the merger.

FIFTH. The board of directors of either corporation may amend the plan at any time prior to the filing of the Articles of Merger. Any amendment made subsequent to the adoption of this plan may not change the amount of kind of shares, securities, cash property, or rights to be received in exchange for or on conversion of any or all of the shares of any class or series of such corporation; change any other terms and conditions of the plan if such change would materially and adversely affect such corporation or the holders of the shares of any class or series of such corporation, or except as specified in Fla. Stat. Chap. 607.1002 or without the vote of shareholders entitled to vote on the matter, change any term of the articles of incorporation of any corporation the shareholders of which must approve the plan of merger or share exchange.

Restated Articles of Incorporation are Attached hereto.

RESTATED ARTICLES OF INCORPORATION
FOR
FPI PUMPS, INC.

The undersigned incorporator, for the purposes of acknowledging the merger of FPI Pumps, Inc. and Farmers Manufacturing Company, Inc., a Florida corporation, wherein FPI Pumps, Inc. will be the surviving corporation, hereby restate the Articles of Incorporation for FPI Pumps, Inc.

ARTICLE I

The name of the surviving corporation is FPI Pumps, Inc.

ARTICLE II

The principle place of business address and mailing address is 814 Hammondville, Rd., Pompano Beach, FL 33060; Federal Employer Identification #27-2135919.

ARTICLE III

The purpose for which this corporation is organized is: any and all lawful business.

ARTICLE IV

The number of shares the corporation is authorized to issue is: 1,000 shares.

ARTICLE V

The name and Florida street address of the registered agent is William H. Stiles, 814 Hammondville, Rd., Pompano Beach, FL 33060

ARTICLE VI

The name and address of the incorporator is Dennis I. Reeser, 360 S. Wymore Road, Altamonte Springs, Florida 32714.

ARTICLE VII

The current officers and directors of the corporation are:

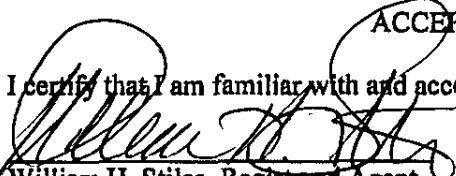
William H. Stiles, Sr., President/Director
Dennis I. Reeser, Vice President/Director

DATED this 20th day of October, 2010.


Dennis I. Reeser, Incorporator

ACCEPTANCE OF RESIDENT AGENT

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


William H. Stiles, Registered Agent
Date: October 20, 2010