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MERGER OR SHARE EXCHANGE
DENARD ENTERPRISES, INC.

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ARTICLES OF MERGER (Profit Corporations)

The following Articles of Merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1107, Florida Statutes:

First: The name and jurisdiction of the **surviving** corporation:

<u>Name</u>	<u>Jurisdiction</u>
DENARD ENTERPRISES, INC.,	a Florida corporation

Second: The name and jurisdiction of the **merging** corporation:

<u>Name</u>	<u>Jurisdiction</u>
BEN-ZEY CORPORATION,	a Florida corporation

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on December 31, 2014.

Fifth: Adoption of Merger by **surviving** corporation:

The Plan of Merger was unanimously adopted by all of the stockholders of the surviving corporation on September 26, 2014.

Sixth: Adoption of Merger by **merging** corporation:

The Plan of Merger was unanimously adopted by all of the stockholders of the merging corporation on September 26, 2014.

Seventh: The Articles of Merger may be signed in any number of counterparts, each of which shall be an original, with the same effect as if the signatures were upon the same instrument. The Articles of Merger shall become effective on December 31, 2014.


Eighth: The mailing address of the surviving corporation is 2028 Cross Beam Drive, Charlotte, NC 28217.

Ninth: SIGNATURES FOR EACH CORPORATION

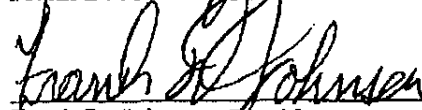
Name of Corporation

Signature, Typed Name & Title

DENARD ENTERPRISES, INC.


Frank D. Johnson, President

BEN-ZEY CORPORATION


Frank D. Johnson, President

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PLAN OF MERGER
Plan Adopted

1.01. A plan of merger of BEN-ZEY CORPORATION, a Florida corporation ("BEN-ZEY" or the "Merging Corporation"), and DENARD ENTERPRISES, INC., a Florida corporation ("DENARD" or the "Surviving Corporation"), pursuant to Section 607.1107 of the Florida Statutes and Section 368(a)(1)(A) of the Internal Revenue Code, is adopted as follows:

- (a) BEN-ZEY shall be merged with and into DENARD, to exist and be governed by the laws of the State of Florida.
- (b) The name of the surviving corporation shall be DENARD ENTERPRISES, INC.
- (c) When the Articles of Merger shall become effective, the separate corporate existence of BEN-ZEY shall cease, and the Surviving Corporation shall succeed, without other transfer, to all the rights and property of the Merging Corporation and shall be subject to all the debts and liabilities of the Merging Corporation in the same manner as if the Surviving Corporation had itself incurred them. All rights of creditors and all liens on the property of the Merging Corporation shall be preserved unimpaired, limited in lien to the property affected by the liens immediately prior to the merger.
- (d) The Surviving Corporation will carry on business with the assets of BEN-ZEY, as well as with the assets of DENARD.
- (e) In exchange for shares of the Surviving Corporation to which they are entitled hereunder, the stockholders of BEN-ZEY and DENARD will surrender all of their shares to the Secretary of the Surviving Corporation promptly after the Effective Date, and such surrendered shares shall be cancelled.
- (f) Upon such surrender of shares, the Surviving Corporation will issue and transfer to such stockholders, the number of shares of Common Stock of DENARD set forth next to their names below, which represents the percentage of shares set forth next to their names below:

<u>Stockholder Name</u>	<u>Number of Shares</u>	<u>Percentage of Shares</u>
Frank D. Johnson	600	100%

- (g) The Articles of Incorporation of DENARD, as existing on the effective date of the merger, shall continue in full force as the Articles of Incorporation of the Surviving Corporation until altered, amended, or repealed as provided in DENARD's Articles of Incorporation or as provided by law.

Effective Date

- 1.02. The merger shall be treated as effective on December 31, 2014.

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