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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**WALK IN**

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Merger

1. **Hofmann Water Technologies, Inc.**

(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

**SPECIAL INSTRUCTIONS:**

**COVER LETTER**

**TO: Amendment Section  
Division of Corporations**

**SUBJECT: Hofmann Water Technologies, 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:

Donald S. Hofmann

Contact Person

Hofmann Water Technologies, Inc.

Firm/Company

4440 PGA Blvd, Suite 600

Address

Palm Beach Gardens, FL 33410

City/State and Zip Code

hofmann@hwt.com

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

For further information concerning this matter, please call:

Donald S. Hofmann

Name of Contact Person

At ( 203 )

650-8896

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

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**ARTICLES OF MERGER**  
(Profit Corporations)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

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

| <u>Name</u>                             | <u>Jurisdiction</u> | <u>Document Number</u><br>(If known/ applicable) |
|---|---------------------|--|
| <u>Hofmann Water Technologies, Inc.</u> | <u>Florida</u>      | <u>P13000102021</u>                              |

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

| <u>Name</u>                             | <u>Jurisdiction</u> | <u>Document Number</u><br>(If known/ applicable) |
|---|---------------------|--|
| <u>Hofmann Water Technologies, Inc.</u> | <u>Connecticut</u>  |  |
|   |                     |  |
|   |                     |  |
|   |                     |  |
|   |                     |  |

**Third:** The Plan of Merger is attached.

**Fourth:** The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

**OR**        /        /        (Enter a specific date, NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

**Fifth:** Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on \_\_\_\_\_.

The Plan of Merger was adopted by the board of directors of the surviving corporation on 12/30/13 and shareholder approval was also obtained.

**Sixth:** Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on \_\_\_\_\_.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on 12/30/13 and shareholder approval was also obtained.

(Attach additional sheets if necessary)

**Typed or Printed Name of Individual & Title**

**Hofmann Water Technology**

~~221~~

**Donald S. Hofmann, President**

**Hofmann Water Technology**

*[Handwritten signature]*

**Donald S. Hofmann, President**

**(Non Subsidiaries)**

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

## Jurisdiction

## Florida

**Name**

### Jurisdiction

## Connecticut

**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 into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:**  
See Schedule B attached.

***(Attach additional sheets if necessary)***

**Schedule A**

**Third:**

Each merging corporation shall be merged into the surviving corporation and the effect of such merger shall be as stated in Section 607.1105 Florida statutes. The merging corporation shall be merged with and into the surviving corporation, the separate and corporate existence of the merging corporation shall cease and the surviving corporation shall continue its corporate existence under the laws of its state of incorporation under its present name. The surviving corporation shall possess and retain every interest of the merging corporation in all assets of every description wherever located. All rights, privileges, immunities, powers and authority of the merging corporation shall be vested in the surviving corporation without further act or deed. The title/interest in all real estate vested in the merging corporation shall become vested in the surviving corporation without further act or deed, and such title/interest shall not in any way be impaired by reason of the merger. All obligations belonging to or due to the merging corporation shall be vested in the surviving corporation without further act or deed. The surviving corporation shall be liable for all of the obligations of the merging corporation existing effective as of the date the Articles of Merger are filed with the Florida Department of State ("Effective Date").

**Schedule B**

**Fourth:**

By virtue of the merger and without any further action by the parties or otherwise: each existing share and option to acquire shares of the merging corporation immediately prior to the Effective Date shall, upon the Effective Date, be converted to shares and options to acquire shares of the surviving corporation, with each shareholder of the surviving corporation acquiring the identical pro rata share in the surviving corporation as such shareholder had in the merging corporation prior to the merger.