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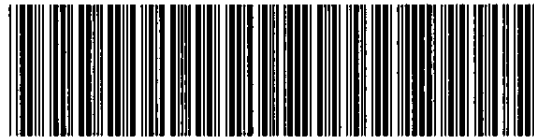
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DEPT. OF STATE
DIVISION OF CORPORATIONS
2014 SEP 30 PM 4:15
TO AGENCY FILED
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APPROVED
AND
FILED
14 SEP 30 PM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. LEMIEUX
OCT 01 2014



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 317723 7784463

AUTHORIZATION :

COST LIMIT : \$ 70.00

A handwritten signature in black ink, appearing to read 'L. Williams', is written over the 'AUTHORIZATION' and 'COST LIMIT' fields.

ORDER DATE : September 29, 2014

ORDER TIME : 2:12 PM

ORDER NO. : 317723-015

CUSTOMER NO: 7784463

ARTICLES OF MERGER

ELS HOLDING COMPANY

INTO

ELITE LINE SERVICES, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Courtney Williams

EXAMINER'S INITIALS: _____

APPROVED
AND
FILED

14 SEP 30 PM 11:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
ELS HOLDING COMPANY,
a Delaware corporation,
with and into
ELITE LINE SERVICES, INC.,
a Florida corporation

Pursuant to the provisions of the Florida Business Corporation Act, ELS Holding Company, a Delaware corporation (the "Parent"), and Elite Line Services, Inc., a Florida corporation (the "Subsidiary"), hereby adopt the following Articles of Merger for the purpose of merging the Parent with and into the Subsidiary (the "Merger").

FIRST: The name and the state of incorporation of each of the constituent companies to the Merger are:

ELS Holding Company, a Delaware corporation;

and

Elite Line Services, Inc., a Florida corporation.

SECOND: Parent's Board of Directors adopted by Unanimous Written Consent dated September 26, 2014 a plan of merger (the "Plan of Merger"), to merge Parent with and into Subsidiary pursuant to Section 253 of the DGCL and Section 1104 of the Florida Business Corporation Act, and such Plan of Merger is attached as Exhibit A.

THIRD: The Merger shall become effective at 11:59 p.m. on September 30, 2014.

FOURTH: The surviving company of the Merger is the Subsidiary.

FIFTH: The Merger is permitted by the laws of the State of Florida, which is the state of incorporation of the Subsidiary, and the laws of the State of Delaware, which is the state of incorporation of the Parent.

SIXTH: The Articles of Incorporation of the Subsidiary shall be the Articles of Incorporation of the surviving corporation.

SEVENTH: The Bylaws of the Subsidiary as in effect as of the date of these Articles of Merger shall continue in full force and effect and shall be the Bylaws of the surviving corporation.

EIGHTH: The board of directors and officers of the Subsidiary as in effect as of the date of these Articles of Merger shall remain the directors and officers of the surviving corporation until their successors have been duly elected and qualified in accordance with the Articles of Incorporation and Bylaws of the Subsidiary.

NINTH: The Plan of Merger, attached as Exhibit A, was adopted and approved by a written consent of the sole shareholder of the Parent on September 26, 2014.

[SIGNATURES APPEAR ON NEXT PAGE.]

IN WITNESS WHEREOF, each of the Parent and the Subsidiary have caused these Articles of Merger to be signed in their respective corporate names and on their behalf by their respective authorized officer on September 26, 2014.

ELITE LINE SERVICES, INC.
a Florida corporation

By: Michael J. Farley
Name: Michael J. Farley
Title: Secretary

ELS HOLDING COMPANY,
a Delaware corporation

By: Michael J. Farley
Name: Michael J. Farley
Title: Secretary

Exhibit A
Plan of Merger

“WHEREAS, ELS Holding Company, a Delaware corporation (the “Corporation”), owns all of the issued and outstanding shares of each class of capital stock of Elite Line Services, Inc., a Florida corporation (“Subsidiary”);

WHEREAS, the Corporation desires to merge with and into Subsidiary pursuant to the laws of the State of Delaware and the State of Florida (the “Merger”);

WHEREAS, in connection with the Merger, Subsidiary will be the surviving corporation and shall thereby be possessed of all the assets, estate, property, rights, privileges and franchises of the Corporation and shall thereby assume all of the obligations and liabilities of the Corporation; and

WHEREAS, it is in the Corporation and its sole shareholder’s best interest for the Board to approve the Merger.

NOW, THEREFORE, BE IT RESOLVED, that subject to prior approval of the principal terms of the Plan of Merger (which is set forth in the following resolution) by the sole shareholder of this Corporation as required by applicable law, the Corporation shall merge with and into Subsidiary in accordance with such Plan of Merger, and the Corporation shall assume all Subsidiary’s liabilities and obligations pursuant to Section 253 of the Delaware General Corporation Law and Section 1104 of the Florida Business Corporation Act;

RESOLVED FURTHER, that the following Plan of Merger is hereby approved and adopted:

A. ELS Holding Company, a Delaware corporation (“Parent”), owns 100% of the outstanding shares of Elite Line Services, Inc., a Florida corporation (“Subsidiary”).

B. Pursuant to this Plan of Merger, Parent shall be merged with and into Subsidiary (the “Merger”), and Subsidiary shall be the surviving corporation (the “Surviving Corporation”) in the Merger and shall thereby be possessed of all the assets, estate, property, rights, privileges and franchises of Parent and shall thereby assume all of the obligations and liabilities of Parent.

C. The Merger shall become effective (the “Effective Time”) at 11:59 PM on September 30, 2014.

D. At the Effective Time, by virtue of the Merger and without any action on the part of the parties, each share of the Parent’s common stock issued and outstanding as of the Effective Time shall be converted, on a one-for-one basis, into shares of the Surviving Corporation’s common stock, each of which shall thereafter be an outstanding share of the Surviving Corporation’s common stock.

E. At the Effective Time, by virtue of the Merger and without any action on the part of the parties, each share of the Subsidiary's common stock that is owned by the Parent and issued and outstanding immediately prior to the Effective Time shall be canceled at the Effective Time.

F. The Articles of Incorporation of Subsidiary, as in effect immediately prior to the Merger, shall be the Articles of Incorporation of the Surviving Corporation.

G. The Bylaws of Subsidiary, as in effect immediately prior to the Merger, shall be the Bylaws of the Surviving Corporation.

H. The directors and officers of Subsidiary holding office immediately prior to the Effective Time shall remain the directors and officers of the Surviving Corporation until their successors have been duly elected and qualified in accordance with the Articles of Incorporation and Bylaws of the Surviving Corporation.

RESOLVED FURTHER, that the President, Executive Vice President, Senior Vice President and Chief Financial Officer, Treasurer and Secretary of the Corporation (each such person, an "Authorized Officer") be, and each of them hereby is, authorized at any time and from time to time to do and perform any and all acts or things, including, without limitation, the execution, delivery, acknowledgement and/or filing of any and all further agreements, documents, certificates, instruments or papers of whatever kind or nature, which such Authorized Officer or any of them may consider necessary or appropriate to carry out the purposes of the foregoing resolutions; and the performance of such other acts and things by any of such Authorized Officers shall evidence conclusively and for all purposes that such Authorized Officer considered the same to be necessary or appropriate as aforesaid and that such act or thing so done or performed was hereby authorized; and that all such acts or things heretofore performed by the Authorized Officers of the Corporation are hereby ratified, confirmed and approved."