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merger/cc
@ 4.14.15

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Phase 2 Investments 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:

Lauren Douglas, Corporate Paralegal
Contact Person

West & Feinberg, P.C.
Firm/Company

4550 Montgomery Avenue, Suite 775N
Address

Bethesda, Maryland 20814
City/State and Zip Code

ldouglas@wflaw.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Lauren Douglas, Corporate Paralegal At (301) 951-1500
Name of Contact Person 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

**ARTICLES OF MERGER
(Profit Corporations)**

The following Articles of Merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1105, Florida Statutes.

FIRST: The exact name and jurisdiction of the surviving corporation is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>FL Document Number</u>
Phase 2 Investments Inc.	Florida	P15000024514

SECOND: The exact name and jurisdiction of each merging corporation is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>MD Department ID</u>
Maritime Autowash, Inc.	Maryland	D07006885
Maritime Autowash II, Inc.	Maryland	D11224425

THIRD: The attached Plan of Merger meets the requirements of Section 607.1101, Florida Statutes, and was approved by each domestic corporation that is a party to the merger in accordance with Chapter 607, Florida Statutes.

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

FIFTH: The Plan of Merger was adopted by the shareholders of the surviving corporation on April 8, 2015.

SIXTH: The Plan of Merger was adopted by the shareholders of the merging corporations on April 8, 2015.

SEVENTH: SIGNATURES FOR EACH CORPORATION

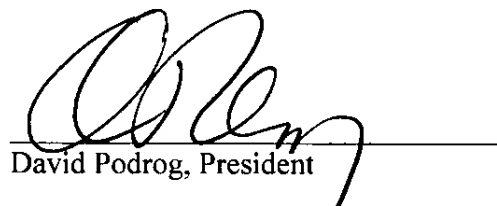
IN WITNESS WHEREOF, the surviving corporation and merging corporations have caused these Articles of Merger to be signed in their names by their respective Presidents on this 8th day of April _____, 2015.

ATTEST:

SURVIVING CORPORATION:

PHASE 2 INVESTMENTS INC.

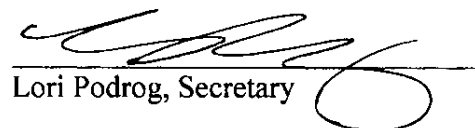

Lori Podrog, Secretary


David Podrog, President

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
2015 APR 10 PM 12:10


ATTEST:


Lori Podrog, Secretary



Lori Podrog, Secretary

MERGING CORPORATIONS:

MARITIME AUTOWASH, INC.


David Podrog, President

MARITIME AUTOWASH II, INC.


David Podrog, President

PLAN OF MERGER
OF
MARITIME AUTOWASH, INC.
a Maryland Corporation
AND
MARITIME AUTOWASH II, INC.
A Maryland Corporation
INTO
PHASE 2 INVESTMENTS INC.
a Florida Corporation

THIS PLAN OF MERGER ("Plan of Merger") is made this 8th day of April, 2015, by and between Maritime Autowash, Inc., a Maryland corporation and Maritime Autowash II, Inc., a Maryland corporation (hereinafter known as the "Merging Corporations") and Phase 2 Investments Inc., a Florida corporation (hereinafter known as the "Surviving Corporation").

WHEREAS, Merging Corporations are corporations duly organized and existing under the laws of the State of Maryland, and their respective principal offices are located at 626 C Admiral Drive, Suite 245, Annapolis, Maryland 21401.

WHEREAS, Surviving Corporation is a corporation duly organized and existing under the laws of the State of Florida with its principal office at 6619 S Dixie Highway, PMB 193, Miami, Florida 33143.

WHEREAS, the Board of Directors of each of said corporations deem it advisable and for the benefit of each of said corporations and their respective Stockholders that Merging Corporations merge into Surviving Corporation.

NOW, THEREFORE, for and in consideration of the premises and of the mutual agreements, promises and covenants hereinafter contained, it is hereby agreed by and between the parties hereto, subject to the approval and adoption of this Plan of Merger by the respective shareholders of each corporation party to this Plan of Merger, and subject to the conditions hereinafter set forth, that Merging Corporations be merged into Surviving Corporation, the corporate existence of which shall be continued under the Surviving Corporation, and thereafter the individual existence of Merging Corporations shall cease. The terms and conditions of the merger hereby agreed upon and the mode of carrying the same into effect and the manner of converting the shares of Merging Corporations are as follows:

1. Maritime Autowash, Inc., a Maryland corporation and Maritime Autowash II, Inc., a Maryland corporation ("Merging Corporations") and Phase 2 Investments Inc., a Florida corporation

("Surviving Corporation") have agreed that the Merging Corporations shall merge with and into the Surviving Corporation and the separate corporate existence of the Merging Corporations shall cease.

2. 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:

On the Effective Date of the merger each share of issued and outstanding common stock of the Merging Corporation shall be surrendered, without consideration. No shares of the common stock of the surviving Corporation shall be issued upon the merger.

3. The Surviving Corporation's Articles of Incorporation shall not be amended by the Articles of Merger.

4. The Surviving Corporation's Bylaws shall not be amended by the Articles of Merger.

IN WITNESS WHEREOF, Merging Corporations and Surviving Corporation have caused this Plan of Merger to be executed on their respective behalves and the foregoing attested, all by their respective duly authorized officers on April 8, 2015.

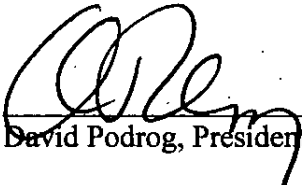
MERGING CORPORATIONS:

ATTEST:

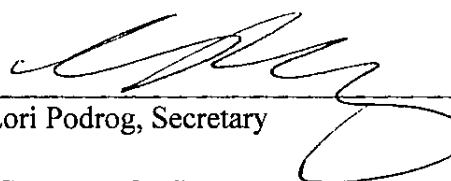

Lori Podrog, Secretary

(Corporate Seal)

MARITIME AUTOWASH, INC.

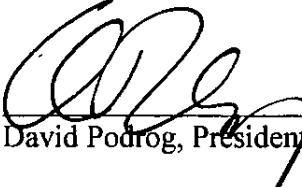

David Podrog, President

ATTEST:


Lori Podrog, Secretary

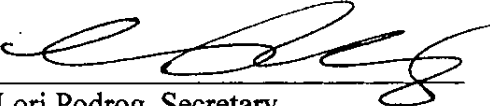
(Corporate Seal)

MARITIME AUTOWASH II, INC.


David Podrog, President

Signature of Surviving Corporation found on next page)

ATTEST:



Lori Podrog, Secretary

(Corporate Seal)

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SURVIVING CORPORATION:

PHASE 2 INVESTMENTS INC.


David Podrog, President