

JUL 16, 2015 10:01 AM

GERALD WEINBERG

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P15000058376

Florida Department of State  
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**MERGER OR SHARE EXCHANGE  
J.C.W. CHARTERING, INC.**

Certificate of Status	0
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*Merger*

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DIVISION OF CORPORATE REGISTRATION  
STATE OF FLORIDA

## **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 name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
J.C.W. CHARTERING, INC.	FLORIDA	P15000058376

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
J. C. W. CHARTERING, INC.	NEW YORK	

**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.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

**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  
7/8/2015 and shareholder approval was not required.

**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  
7/8/2015 and shareholder approval was not required.

(Attach additional sheets if necessary)

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**Seventh: SIGNATURES FOR EACH CORPORATION**

**Name of Corporation**

Signature of an Officer or Director

Typed or Printed Name of Individual & Title

(FV) J.C.W. Chartering, Inc.

(u) J.C.W. Chartering, Inc

Juergen Wuttke, President

Juergen Wuttke, President

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(415000173 1933)

**PLAN OF MERGER**

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

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

NameJurisdiction

J.C.W. CHARTERING, INC.

FLORIDA

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

NameJurisdiction

J. C. W. CHARTERING, INC.

NEW YORK

**Third:** The terms and conditions of the merger are as follows:

J. C. W. CHARTERING, INC., the New York corporation, shall merge into J.C.W. CHARTERING, INC., the Florida 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 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:

*(Attach additional sheets if necessary)*

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J.C.W. CHARTERING, INC.  
Plan of Merger (Continued)

Fourth: The shares of the New York merging Florida corporation and all assets of the New York merging corporation, shall merge and become the assets of the surviving Florida corporation.