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CORPORATION SERVICE COMPANY 1201 Hays Street Tallhassee, FL 32301

Tallhassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 732007 1299A

AUTHORIZATION : MACELLE COST LIMIT : \$78.75

ORDER DATE : August 3, 2015

ORDER TIME : 3:56 PM

ORDER NO. : 732007-025

CUSTOMER NO: 1299A

ARTICLES OF MERGER

WORLD SHREDDER AND CASTINGS, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

INTO

WORLD SHREDDER AND CASTINGS,

XX CERTIFIED COPY
PLAIN STAMPED COPY

CONTACT PERSON: Courtney Williams

INC.

EXAMINER'S INITIALS:

ARTICLES OF MERGER OF

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WORLD SHREDDER AND CASTINGS, ING. LAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS of Section 607.1105 and 607.1109, Florida Statutes, these Articles of Merger are entered into and adopted by and between WORLD SHREDDER AND CASTINGS, INC., a Florida corporation (hereinafter "World Shredder Florida"), and WORLD SHREDDER AND CASTINGS, INC., an Illinois corporation (hereinafter "World Shredder Illinois"), for the purpose of merging World Shredder Illinois with and into World Shredder Florida.

ARTICLE I - SURVIVING CORPORATION

The surviving corporation shall be WORLD SHREDDER AND CASTINGS, INC., a Florida corporation.

ARTICLE II - MERGING CORPORATION

The merging corporation is WORLD SHREDDER AND CASTINGS, INC., an Illinois corporation.

ARTICLE III - PLAN OF MERGER

The Plan of Merger between World Shredder Florida and World Shredder Illinois, attached hereto as Exhibit A, was approved and adopted by the sole shareholder of World Shredder Florida and World Shredder Illinois on July 23, 2015 and ratified on August 3, 2015, pursuant to Section 607.1103, *Florida Statutes* and 805 Ill. Comp. Stat. § 5/11.20.

ARTICLE IV - EFFECTIVE DATE OF MERGER

The merger shall be effective upon filing of these Articles of Merger with the Florida Department of State.

ISIGNATURE PAGE FOLLOWS

IN WITNESS WHEREOF, the undersigned has executed these Articles of Merger on the date set forth below.

WORLD SHREDDER AND CASTINGS, INC., a Florida corporation

By: William H. Tigner: President

Date: 7/23, 2015

WORLD SHREDDER AND CASTINGS, INC., an Illinois corporation

By: ______ H Tigner President

Date: 7/27 , 2015

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Signature Page for Articles of Merger between World Shredder and Castings, Inc., an Illinois corporation, and World Shredder and Castings, Inc., a Florida corporation

Exhibit A Plan of Merger

PLAN OF MERGER

THIS IS A PLAN OF MERGER entered into by and between WORLD SHREDDER AND CASTINGS, INC., an Illinois corporation (hereinafter "World Shredder Illinois"). and WORLD SHREDDER AND CASTINGS, INC., a Florida corporation (hereinafter "World Shredder Florida").

STIPULATIONS:

- A. World Shredder Illinois is a corporation organized and existing under the laws of the State of Illinois. William H. Tigner is the sole shareholder of World Shredder Illinois.
- B. World Shredder Florida is a corporation organized and existing under the laws of the State of Florida. William H. Tigner is the sole shareholder of World Shredder Florida.
- C. The sole shareholder of World Shredder Illinois and the sole shareholder of Wold Shredder Florida deem it desirable and in the best interest of World Shredder Illinois and World Shredder Florida to be merged with and into World Shredder Florida pursuant to the provisions of Fla. Stat. § 607.1101 and 805 Ill. Comp. Stat. § 5/11.05 with World Shredder Florida being the surviving entity.
- D. The purpose and effect of this merger is a mere change in place of organization of World Shredder Illinois from Illinois to Florida as set forth in Section 368(a)(1)(F) of the Internal Revenue Code.

IN CONSIDERATION OF THE MUTUAL COVENANTS AND SUBJECT TO THE TERMS
AND CONDITIONS HEREINAFTER SET FORTH, THE CORPORATIONS AGREE AS
FOLLOWS:

Section I. Merger. World Shredder Illinois shall merge with and into World Shredder Florida, and World Shredder Florida shall be the surviving entity. The sole purpose of the merger is to

change the place of organization of World Shredder Illinois from the State of Illinois to the State of Florida.

Section 2. <u>Terms and Conditions</u>. On the effective date of the merger, the separate existence of World Shredder Illinois shall cease, and World Shredder Florida shall succeed to all of the rights, privileges, immunities, franchises, and all of the property, real, personal, and mixed of World Shredder Illinois without the necessity for any separate transfer. World Shredder Florida shall thereafter be responsible for all of the liabilities and obligations of World Shredder Illinois, and neither the rights of creditors nor any liens on the property of World Shredder Illinois shall be impaired by the merger.

Section 3. Conversion of Shares of Stock in World Shredder Illinois to Shares of Stock in World Shredder Florida. Because the ownership of shares in World Shredder Florida and World Shredder Illinois are identical prior to the merger and the parties desire to maintain the existing ownership of shares in the surviving corporation after the merger, no additional shares of stock will be issued as a result of the merger. After the merger, the ownership of shares of the surviving corporation will continue to be as follows:

William H. Tigner 100 Shares of Stock

Section 4. <u>Changes in Articles of Incorporation of World Shredder Florida.</u> The current Articles of Incorporation of World Shredder Florida shall continue to be its Articles of Incorporation following the merger unless and until revised in accordance with the Articles of Incorporation and the Bylaws of World Shredder Florida.

Section 5. <u>Changes in Bylaws of World Shredder Florida</u>. The current Bylaws of World Shredder Florida shall continue to be its Bylaws following the merger unless and until revised in accordance with the Articles of Incorporation and the Bylaws of World Shredder Florida.

Section 6. <u>Officers of World Shredder Florida</u>. The officers of World Shredder Florida, the surviving corporation, as of the effective date of merger, shall be as follows:

William H. Tigner President/Chief Executive Officer/Secretary/Treasurer

Section 7. <u>Effective Date of Merger</u>. The effective date of the merger shall be the date the Articles of Merger are filed with the Florida Department of State and Illinois Secretary of State pursuant to Fla. Stat. § 607.1105 and 805 Ill. Comp. Stat. § 11.05, respectively.

Dated on the dates set forth below.

WORLD SHREDDER AND CASTINGS, INC., an Illinois corporation

By: htd.//___

William H. Tigner, President

Date: July 23, 2015

WORLD SHREDDER AND CASTINGS, INC., a Florida corporation

William H. Tigner Presiden

Date: July **23**, 2015

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