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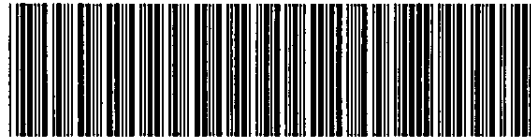
(Business Entity Name)

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15 DEC 29 AM 6:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

MORRIS
JAN 05 2016
R. WHITE

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: BESSER, INC.

Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

(check 8236)
\$78.75

Please return all correspondence concerning this matter to following:

DONALD L. BROOKS

Contact Person

DONALD L. BROOKS, P.A.

Firm/Company

177 N. U.S. ONE, # 268

Address

TEQUESTA, FL 33469

City/State and Zip Code

BOBSLY1@HOTMAIL.COM

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

For further information concerning this matter, please call:

DONALD L. BROOKS

At (561) 745-0547

Name of Contact Person

Area Code & Daytime Telephone Number

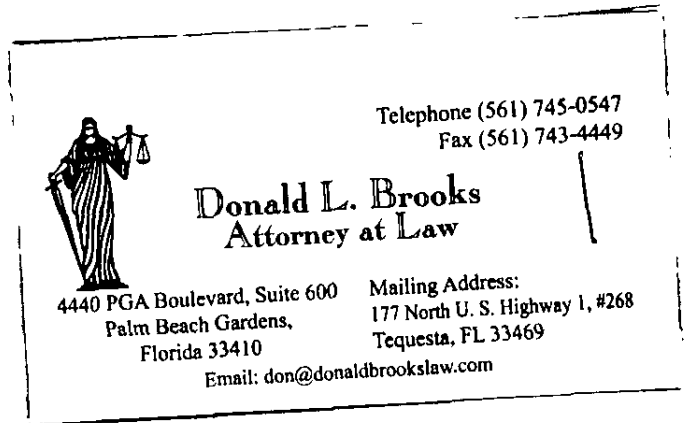
☒ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

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



FILED

ARTICLES OF MERGER OF YYY, INC., A NORTH CAROLINA CORPORATION, WITH AND INTO
BESSER, INC., A FLORIDA CORPORATION

15 DEC 29 AM 8:06

SECRETARY OF STATE

Pursuant to the provisions of section 607.1105 of the Florida General Corporation Act, the undersigned domestic and foreign corporations adopt the following articles of merger for the purpose of merging them into one of such corporations:

The names of the undersigned corporations and the states under the laws of which they are organized are, respectively:

YYY, INC., a North Carolina Corporation

BESSER, INC., a Florida Corporation

BESSER, INC., a Florida Corporation, is the surviving corporation.

The laws of the states under which the constituent foreign Corporation is organized permit such merger.

The name of the surviving corporation is BESSER, INC., and it is to be governed by the laws of the state of Florida.

The attached plan of merger was approved by the shareholders of the undersigned domestic corporation in the manner prescribed by the Florida General Corporation Act on December 17, 2015, and was approved by the undersigned foreign Corporation in the manner prescribed by the laws of the state under which it is organized, namely, North Carolina, on December 18, 2015.

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

As to each of the undersigned corporations, the number of shares outstanding, and the designation and number of outstanding shares of each class entitled to vote as a class on such plan are as follows:

YYY, INC., a North Carolina Corporation:

Number of shares outstanding / Designation of class/ Total number of shares authorized to vote

1100	Common stock	1100
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BESSER, INC., a Florida Corporation :

Number of shares outstanding / Designation of class/ Total number of shares authorized to vote

1100	Common stock	1100
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As to each of the undersigned corporations, the total number of shares voted for and against such plan respectively and, as to each class entitled to vote thereon as a class, the number of shares of such class voted for and against such plan, respectively, are as follows:

100% of all shares voted in favor of the plan on behalf of each of the constituent corporations.

Dated December 15, 2015.

BESSER, INC.

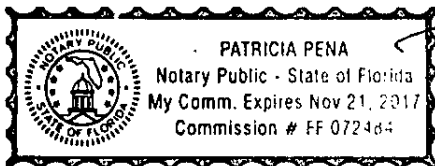
By: _____

Robert Yount, as its President

Leslie M. Yount, as its Secretary

STATE OF FLORIDA
County of Palm Beach

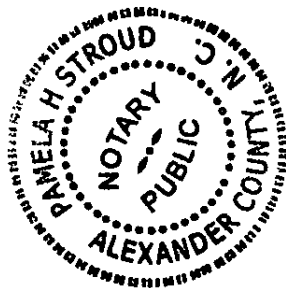
The foregoing instrument was acknowledged before me this 18 day of December, 2015, by Robert Yount, as President of BESSER, INC. who is personally known to me, and who did take an oath.



Notary Public, State of Florida,
Print Name: Patricia Pena
My commission expires: 11-21-2017

STATE OF NORTH CAROLINA
County of Catawba

The foregoing instrument was acknowledged before me this 17 day of December, 2015, by Leslie M. Yount, as Secretary of BESSER, INC. who is personally known to me, and who did take an oath.

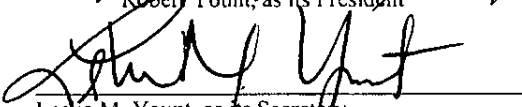


Notary Public, State of North Carolina
Print Name: PAMELA H. STROUD
My commission expires: 9-15-2019

YYY, Inc.

By: 

Robert Yount, as its President

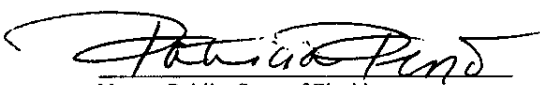

Leslie M. Yount, as its Secretary



STATE OF FLORIDA
County of Palm Beach

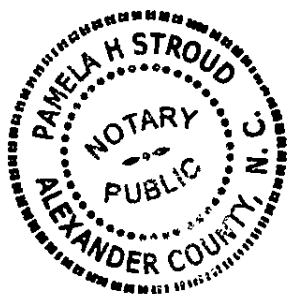
✓ The foregoing instrument was acknowledged before me this 18 day of December, 2015, by Robert Yount, as President of YYY, INC. who is personally known to me, and who did take an oath.





Notary Public - State of Florida
Print Name: Patricia Pena
My commission expires: 11-21-2017

STATE OF NORTH CAROLINA
County of Catawba

The foregoing instrument was acknowledged before me this 17 day of December, 2015, by Leslie M. Yount, as Secretary of YYY, INC. who is personally known to me, and who did take an oath.




Notary Public, State of North Carolina
Print Name: PAMELA H. STROUD
My commission expires: 9-15-2019

PLAN OF MERGER

Plan of Merger dated as of December 15, 2015, between BESSER, INC., hereinafter called the surviving Corporation, and YYY, INC., hereinafter called the absorbed Corporation.

STIPULATIONS

BESSER, INC. is a corporation organized and existing under the laws of the state of Florida with its principal office at 7535 Ironhorse Boulevard, West Palm Beach FL 33412 (or to be organized).

BESSER, INC. has a capitalization of 2200 authorized shares of one dollar par value common stock, of which 1100 shares are issued and outstanding.

YYY, INC. is a corporation organized and existing under the laws of the state of North Carolina with its principal office at 235 N. Gate Road, Newton NC 28658.

YYY, INC. has a capitalization of 1100 authorized shares of one dollar par value common stock, of which 1100 shares are issued and outstanding

The boards of directors of the constituent corporations deem it desirable and in the best business interest of the corporations and their shareholders that YYY, INC. be merged into BESSER, INC. pursuant to the provisions of sections 607.1107 of the Florida General Corporation Act.

In consideration of the mutual covenants and subject to the terms and conditions hereinafter set forth, the constituent corporations agree as follows:

Merger. YYY, INC. shall merge with and into BESSER, INC. which shall be the surviving Corporation.

Terms and Conditions. On the effective date of the merger, the separate existence of the absorbed Corporation shall cease, and the surviving corporation shall succeed to all the rights, privileges, immunities, and franchises, and all the property, real, personal, and mixed of the absorbed Corporation, without the necessity for any separate transfer. The surviving Corporation shall thereafter be responsible and liable for all liabilities and obligations of the absorbed Corporation, and neither the rights of creditors nor any liens on the property of the absorbed Corporation shall be impaired by the merger.

Conversion of Shares. The manner and basis of converting the shares of the absorbed Corporation into shares of the surviving Corporation is as follows:

Each share of the common stock of YYY, INC. issued and outstanding on the effective date of the merger shall be converted into the same number of shares of the common stock of BESSER, INC., which shares of common stock of the surviving Corporation shall thereupon be issued and outstanding. However in no event shall fractional shares of the surviving Corporation be issued. In lieu of the issuance of fractional shares to which any holder of the common stock of the absorbed Corporation would otherwise be entitled as a result of the conversion, a payment in cash shall be made equal to the value of such fraction, based on the market value of the common stock on the effective date of the merger.

The conversion shall be effected as follows: After the effective date of the merger, each holder of certificates for shares of common stock in the absorbed Corporation shall surrender them to the surviving

Corporation or its duly appointed agent, in such manner as the surviving Corporation shall legally require. On receipt of such share certificates, the surviving Corporation shall issue and exchange therefor certificates for shares of common stock in the surviving Corporation, representing the number of shares of such stock to which such holder is entitled as provided above. The surviving Corporation shall issue to an agent for the holders otherwise entitled to fractional share interests, a certificate for the number of whole shares representing the aggregate of such fractional share interests, and agent shall sell such whole shares and pay over the proceeds to the shareholders entitled thereto in proportion to their fractional share interest.

Holders of certificates of common stock of the absorbed Corporation shall not be entitled to dividends payable on shares of stock in the surviving Corporation until certificates have been issued to such shareholders. Thereafter, each such shareholder shall be entitled to receive any dividends on shares of stock of the surviving corporation issuable to them hereunder which may have been declared and paid between the effective date of the merger and the issuance to such shareholders of the certificate for his or her shares and BESSER, INC..

Changes in Articles of Incorporation. The articles of incorporation of the surviving Corporation shall continue to be its articles of incorporation following the effective date of the merger.

Changes in Bylaws. The bylaws of the surviving Corporation shall continue to be its bylaws following the effective date of the merger.

Directors and Officers. The directors and officers of the surviving Corporation on the effective date of the merger shall continue as the directors and officers of the surviving Corporation for the full unexpired terms of their offices and until their successors have been elected or appointed and qualified.

Prohibited Transactions. Neither of the constituent corporations shall, prior to the effective date of the merger, engage in any activity or transaction other than in the ordinary course of business except that the absorbed and surviving corporations may pay regular quarterly dividends on their outstanding common shares and take all action necessary or appropriate under the laws of the State of Florida and the State of North Carolina to consummate this merger.

Approval by Shareholders. This plan of merger shall be submitted for the approval of the shareholders of the constituent corporations in a manner provided by the applicable laws of the State of Florida and the State of North Carolina at meetings to be held on or before December 31, 2015, or at such other time as to which the boards of directors of the constituent corporations may agree.

Effective Date of Merger. The effective date of this merger shall be the date when the articles of merger are filed by the Florida Department of State.

Abandonment of Merger. This plan of merger may be abandoned by action of the Board of Directors of either the surviving or the absorbed Corporation at any time prior to the effective date of the merger or the happening of either of the following events:

If the merger is not approved by the stockholders of either the surviving or the absorbed Corporation on or before December 31, 2015; or

If, in the judgment of the Board of Directors of either the surviving or the absorbed Corporation, the merger would be impractical because the number of dissenting shareholders asserting appraisal rights under the laws of the state of Florida or the laws of the state of North Carolina.

Execution of Agreement. This plan of merger may be executed in any number of counterparts, and each such counterpart shall constitute an original instrument. Electronically transmitted signatures to this instrument shall be

deemed to be written and signed. The term "electronically transmitted" means any form of communication not directly involving the physical transmission of paper that creates a record that may be retained, reviewed and reviewed by a recipient thereof and that may be properly reproduced in paper form by such a recipient through an automated process (including, without limitation, facsimile and e-mail transmission).

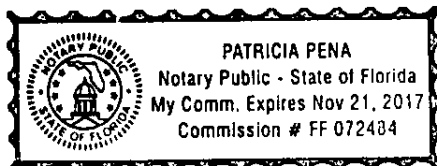
Executed on behalf of the parties by their officers, sealed with their corporate seals, and attested by their respective secretaries pursuant to the authorization of the respective boards of directors on the date first above written.

BESSER, INC.

By: [Signature]
Robert Yount, as its President
[Signature]
Leslie M. Yount, as its Secretary
(Corporate Seal)

STATE OF FLORIDA
County of Palm Beach

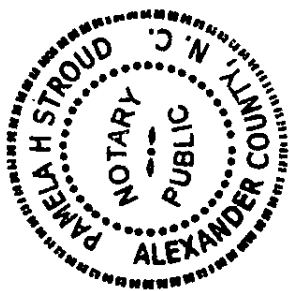
The foregoing instrument was acknowledged before me this 18 day of December, 2015, by Robert Yount, as President of BESSER, INC. who is personally known to me, and who did take an oath.



[Signature]
Notary Public, State of Florida
Print Name: Patricia Pena
My commission expires: 11-21-2017

STATE OF NORTH CAROLINA
County of Catawba

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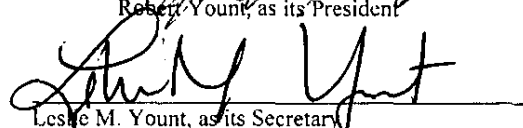


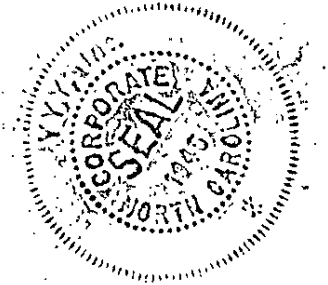
[Signature]
Notary Public, State of North Carolina
Print Name: PAMELA H. STROUD
My commission expires: 9-15-2019

YYY, Inc.

By: 

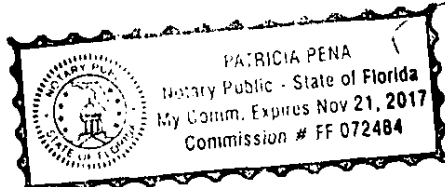
Robert Yount, as its President

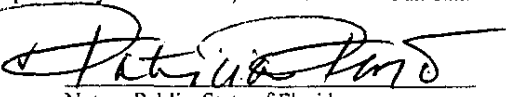

Leslie M. Yount, as its Secretary
(Corporate Seal)



STATE OF FLORIDA
County of Palm Beach

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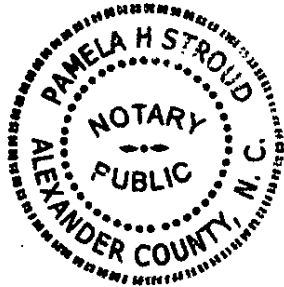

Notary Public, State of Florida

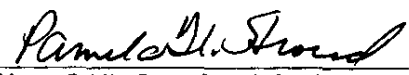
Print Name: Patricia Pena

My commission expires: 11-21-2017

STATE OF NORTH CAROLINA
County of Catawba

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Notary Public, State of North Carolina

Print Name: PAMELA H. STROUD

My commission expires: 9-15-2019