

Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 617-6380

From: Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
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EFFECTIVE DATE

July 1, 2016

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: \_\_\_\_\_

MERGER OR SHARE EXCHANGE  
AIR TRAC CORPORATION

Certificate of Status	0
Certified Copy	0
Page Count	07
Estimated Charge	\$70.00

Merger

JUN 08 2016

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16 JUN -7 PM 2:17  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** AIR TRAC CORPORATION

Name of Surviving Corporation

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

Please return all correspondence concerning this matter to following:

ELIZABETH J. BARBER

Contact Person

DUNLAP & MORAN, P.A.

Firm/Company

P.O. BOX 3948

Address

SARASOTA, FL 34230-3948

City/State and Zip Code

LINDA@AIRTRACCORP.COM

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

For further information concerning this matter, please call:

ELIZABETH J. BARBER

Name of Contact Person

At ( 941 ) 366-0115

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

EFFECTIVE DATE

July 1, 2016

**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)
AIR TRAC CORPORATION	FLORIDA	P16000020736

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
AIR TRAC CORPORATION	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 7 / 1 / 2016 (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 6-6-16

The Plan of Merger was adopted by the board of directors of the surviving corporation on \_\_\_\_\_ 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 6-6-16

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on \_\_\_\_\_ and shareholder approval was not required.

(Attach additional sheets if necessary)

**ACTION BY WRITTEN CONSENT TO MERGER OF  
AIR TRAC CORPORATION, a NEW YORK corporation,  
into AIR TRAC CORPORATION, a FLORIDA corporation  
BY SHAREHOLDERS AND DIRECTORS**

The undersigned, being all of the Shareholders and Directors of both AIR TRAC CORPORATION, a Florida corporation, and of AIR TRAC CORPORATION, a New York corporation, hereby consent to the merger of said New York corporation into said Florida corporation in accordance with the terms and conditions of the Articles of Merger of AIR TRAC CORPORATION, a Florida corporation to be filed with the Florida Department of State (see Exhibit "A" attached), and hereby consent to the Certificate of Dissolution of AIR TRAC CORPORATION, a New York corporation, to be filed with the New York Department of State (see Exhibit "B" attached).

Any interested party may rely upon a copy of this Action as evidence of the authority of both said Corporations to act in the foregoing, and that said copy of this Action shall be conclusive evidence that this Action stands unimpaired and unrevoked.

Dated June 6, 2016

**AIR TRAC CORPORATION, a Florida corporation**

By: Ronald W. Kalka  
Ronald W. Kalka, as Shareholder and as  
President

By: Linda Casagrande-Kalka  
Linda Casagrande-Kalka, as Shareholder and  
Director

"Shareholders and Directors"

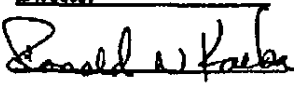

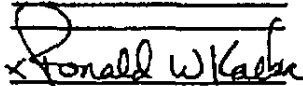
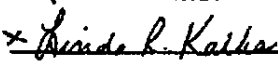
**AIR TRAC CORPORATION, a New York corporation**

By: Ronald W. Kalka  
Ronald W. Kalka, as Shareholder and as  
President

By: Linda R. Kalka  
Linda R. Kalka, as Shareholder and as Vice  
President

"Shareholders and Directors"

Seventh: SIGNATURES FOR EACH CORPORATION

<u>Name of Corporation</u>	<u>Signature of an Officer or Director</u>	<u>Typed or Printed Name of Individual &amp; Title</u>
AIR TRAC CORPORATION		RONALD W. KALKA, PRESIDENT
FLORIDA		LINDA CASAGRANDE-KALKA, DIRECTOR
AIR TRAC CORPORATION		RONALD W. KALKA, PRESIDENT
NEW YORK		LINDA R. KALKA, VICE PRESIDENT

## **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:

<u>Name</u>	<u>Jurisdiction</u>
AIR TRAC CORPORATION	FLORIDA

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
AIR TRAC CORPORATION	NEW YORK
_____	_____
_____	_____
_____	_____

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

AIR TRAC CORPORATION, A NEW YORK CORPORATION SHALL BE MERGED WITH AIR TRAC CORPORATION, A FLORIDA CORPORATION WHICH SHALL BE THE SURVIVING ENTITY. THEREAFTER ALL ASSETS AND LIABILITIES OF AIR TRAC CORPORATION, A NEW YORK CORPORATION SHALL BELONG TO AND BE THE RESPONSIBILITY OF AIR TRAC CORPORATION, A FLORIDA CORPORATION. SUBSEQUENT TO THIS MERGER, ALL TAX REPORTING REQUIREMENTS AND FILINGS SHALL UTILIZE THE EIN ISSUED TO AIR TRAC CORPORATION, A NEW YORK 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)*

ALL ASSETS WILL BE RETITLED INTO THE NAME OF THE SURVIVING ENTITY, AIR TRAC CORPORATION, A FLORIDA CORPORATION. THE PROPER AND NECESSARY DOCUMENTATION TO TRANSFER ASSETS, INCLUDING BUT NOT LIMITED TO FILED ARTICLES OF MERGER, SHALL BE FILED WITH THE APPROPRIATE PUBLIC RECORDS AGENCY, AS NEEDED.

6/7/2016 1:28:08 PM From: To: 8506176380( 7/7 )

**THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:**

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

N/A

**OR**

Restated articles are attached:

Other provisions relating to the merger are as follows: