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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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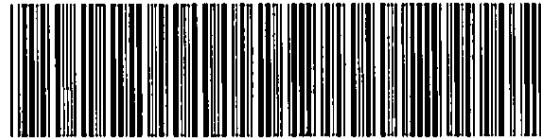
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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12/14/20--01036--013 **78.75

EFFECTIVE DATE

12/31/2020

Merger/CC

JAN 27 2021

I ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: **THERMALYNE Corporation**

Name of Surviving Entity

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

Please return all correspondence concerning this matter to following:

Richrd D. Sneed, Jr.

Contact Person

Richard D. Sneed, Jr. P.A.

Firm/Company

2001 9th Avenue, Suite 114

Address

Vero Beach, Florida 32960

City/State and Zip Code

rdsjrpa@bellsouth.net

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

For further information concerning this matter, please call:

Kellie Forrest

Name of Contact Person

At (**772**) **562-2772**

Area Code & Daytime Telephone Number

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

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

IMPORTANT NOTICE: Pursuant to s.607.1622(8), F.S., each party to the merger must be active and current in filing its annual report through December 31 of the calendar year which this articles of merger are being submitted to the Department of State for filing.

ARTICLES OF MERGER **EFFECTIVE DATE**
12/31/2020

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** entity:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u> (If known/ applicable)
THERMALYNE Corporation	FL	<small>for Profit corporation</small>	

SECOND: The name and jurisdiction of each **merging** eligible entity:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u> (If known/ applicable)
THERMALYNE, Inc.	NJ	<small>for profit corporation</small>	0400507452

THIRD: The merger was approved by each domestic merging corporation in accordance with s.607.1101(1)(b), F.S., and by the organic law governing the other parties to the merger.

FOURTH: Please check one of the boxes that apply to surviving entity:

- ☒ This entity exists before the merger and is a domestic filing entity.
- ☐ This entity exists before the merger and is not authorized to transact business in Florida.
- ☐ This entity exists before the merger and is a domestic filing entity, and its Articles of Incorporation are being amended as attached.
- ☐ This entity is created by the merger and is a domestic corporation, and the Articles of Incorporation are attached.
- ☐ This entity is a domestic eligible entity and is not a domestic corporation and is being amended in connection with this merger as attached.
- ☐ This entity is a domestic eligible entity being created as a result of the merger. The public organic record of the survivor is attached.
- ☐ This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.

FIFTH: Please check one of the boxes that apply to domestic corporations:

- ☒ The plan of merger was approved by the shareholders and each separate voting group as required.
a copy of the Certificate of Merger and Agreement and Plan of Merger is attached.
- ☐ The plan of merger did not require approval by the shareholders.

SIXTH: Please check box below if applicable to foreign corporations

- ☐ The participation of the foreign corporation was duly authorized in accordance with the corporation's organic laws.

SEVENTH: Please check box below if applicable to domestic or foreign non corporation(s).

- ☒ Participation of the domestic or foreign non corporation(s) was duly authorized in accordance with each of such eligible entity's organic law.

EIGHTH: If other than the date of filing, the delayed effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

December 31, 2020.

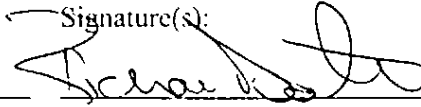
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

NINTH: Signature(s) for Each Party:

Name of Entity/Organization:

THERMALYNE Corporation

Signature(s):

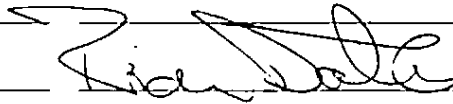


Typed or Printed

Name of Individual:

Richard Datria, President

THERMALYNE, Inc.



Richard Datria, President

Corporations:

Chairman, Vice Chairman, President or Officer

(If no directors selected, signature of incorporator.)

General partnerships:

Signature of a general partner or authorized person

Florida Limited Partnerships:

Signatures of all general partners

Non-Florida Limited Partnerships:

Signature of a general partner

Limited Liability Companies:

Signature of an authorized person

CERTIFICATE OF MERGER
of
THERMALYNE Corporation, a Florida for Profit Corporation, and
THERMALYNE, Inc. a New Jersey For Profit Corporation

Dated: December 12, 2020

The undersigned corporations, having adopted a plan of merger pursuant to section 607.1105, Florida Statutes, and to the extent required under N.J.S. 14A:10-1 and pursuant to which THERMALYNE, Inc., a New Jersey corporation shall be merged into THERMALYNE Corporation, a Florida corporation hereby certify as follows:

1. The name of the surviving corporation is THERMALYNE Corporation, a Florida corporation. The name of the merged corporation is THERMALYNE Corporation, a Florida corporation.

2. The Agreement and Plan of Merger (the "Plan"), pursuant to which the merger will be effectuated, is annexed hereto as Exhibit A.

3. The dates of approval of the Plan by the shareholders of the respective corporations are as follows:

- A. THERMALYNE Corporation, a Florida corporation. - December 12, 2020
- B. THERMALYNE, Inc., a New Jersey corporation - December 12, 2020

4. The number of shares of common stock of THERMALYNE Corporation, a Florida corporation entitled to vote on the Plan was 1000 shares, fully paid non-assessable. The number of shares of common stock of THERMALYNE, Inc., a New Jersey corporation entitled to vote on the Plan was 1000 shares, fully paid non-assessable. Neither corporation has any other class or series of stock entitled to vote on the Plan.

5. The approval of the Plan by the shareholders of THERMALYNE Corporation, a Florida corporation was given without a meeting by written consent pursuant to section 607.0720, *Florida Statutes*, and by THERMALYNE, Inc., a New Jersey corporation was given without a meeting by written consent pursuant to N.J.S. 14A:5-6. The number of shares represented by the unanimous consent was 1000 as to each corporation.

6. The applicable provisions of the laws of New Jersey the state of incorporation of THERMALYNE, Inc. with respect to this merger shall be complied with upon compliance with filing and recording requirements.

7. THERMALYNE Corporation, a Florida corporation, will transact business in New Jersey, and it has or will comply with the provisions of the New Jersey Business Corporation Act with respect to foreign corporations. THERMALYNE Corporation, a Florida corporation agrees that it may be served with process in New Jersey in any proceeding for the enforcement of any obligation of any domestic corporation or any foreign corporation, previously amenable to suit in New Jersey, which is a party to this merger, and in any proceeding for the enforcement of the rights of a dissenting shareholder, if any, of THERMALYNE, Inc., a New Jersey corporation against THERMALYNE Corporation, a Florida corporation. THERMALYNE Corporation, a Florida corporation. irrevocably appoints the State of New Jersey as its agent to accept service of process in any proceeding referred to above. The post office address to which the Secretary of State shall mail a copy of the process in such a proceeding is: 4949 N A1A Unit 105 Unit 151 North Hutchinson Island, Fla 34949 ATTN: Richard Datria.

8. THERMALYNE Corporation, a Florida corporation, agrees that it will promptly pay to the dissenting shareholders, if any, of THERMALYNE, Inc., a New Jersey corporation the amounts, if any, to which they shall be entitled under the provisions of the New Jersey Business Corporation Act with respect to the rights of dissenting shareholders.

9. The merger shall become effective upon filing, and effective for tax purposes December 31, 2020.

IN WITNESS WHEREOF, each of the undersigned corporations has caused this certificate of merger to be executed on its behalf by its duly authorized officer as of the date first written above.

THERMALYNE Corporation Florida For Profit
Corporation



By: /s/ Richard Datria, President

THERMALYNE, Inc. a New Jersey For Profit
Corporation



By: /s/ Richard Datria, President

EXHIBIT A

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER (this "Merger Agreement") is made effective as of December 31, 2020, by and between THERMALYNE Corporation Florida For Profit Corporation ("THERMALYNE FL"), and THERMALYNE, Inc. a New Jersey For Profit Corporation ("THERMALYNE NJ"), sometimes hereinafter collectively referred to as the "Constituent Corporations."

RECITALS

Whereas, THERMALYNE FL was incorporated on December 8 2020. Its current authorized capital stock consists of: 1000 shares of Common Stock, with a par value of \$1.00 per share ("THERMALYNE FL Common Stock"), and;

Whereas, THERMALYNE NJ was incorporated on July 23, 2012. Its authorized capital stock consists of: 1000 shares of Common Stock, with a par value of \$1.00 per share ("THERMALYNE NJ Common Stock"), of which 1000 shares are issued and outstanding; and