

P23000016043

Florida Department of State  
Division of Corporations  
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MERGER OR SHARE EXCHANGE  
ENERGY REPS, INC.

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March 28, 2023

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

ENERGY REPS, INC.  
2336 SE OCEAN BOULEVARD, SUITE 70  
STUART, FL 34996US

SUBJECT: ENERGY REPS, INC.  
REF: P23000016043

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

GHMR, INC is filed with our office document number is F14000002100. Once the 2023 annual report has been filed for GHMR, INC then the merger can be filed.

As a condition of a merger, pursuant to s.605.0212(8) and/or s.607.1622 (8), Florida Statutes, each party to the merger must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

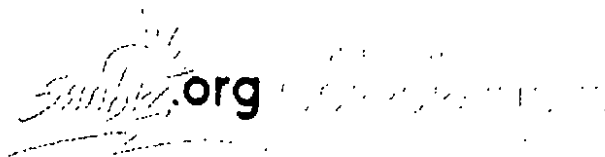
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Tammi Cline  
Regulatory Specialist II Supervisor

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DIVISION OF CORPORATIONS



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**ARTICLES OF MERGER  
OF  
GHMR, INC.,  
AN ALABAMA CORPORATION  
WITH AND INTO  
ENERGY REPS, INC.,  
A FLORIDA CORPORATION**

Pursuant to the Florida Business Corporation Act and the Alabama Business Corporation Law, GHMR, Inc., an Alabama corporation (the "Alabama Corporation") and Energy Reps, Inc., a Florida corporation (the "Florida Corporation"), hereby adopt the following Articles of Merger with respect to the merger of the Alabama Corporation with and into the Florida Corporation (the "Merger");

**FIRST:** The plan of merger for the Merger, pursuant to the applicable provisions of the Florida Business Corporation Act and the Alabama Business Corporation Law, is as follows:

(a) At the "Effective Time" (as such term is defined below), the Alabama Corporation will be merged with and into the Florida Corporation, and the Florida Corporation will be the surviving entity of the Merger. The Florida Corporation is hereinafter sometimes referred to as the "Surviving Entity."

(b) The terms and conditions of the Merger are as follows:

(i) The Surviving Entity shall continue the corporate existence of the Florida Corporation under the laws of the State of Florida, and the Surviving Entity shall possess all of the rights, privileges, immunities and franchises, of a public as well as a private nature, of each of the parties to the Merger, and all property, real, personal or mixed, and all debts due on whatever account, and all choses in action, and all and every other interest of or belonging to or due to each of the parties to the Merger shall be taken and deemed to be transferred to and vested in the Surviving Entity without further act or deed; and the title to any real estate, or any interest therein, vested in any party to the Merger shall not revert or be in any way impaired by reason of such Merger; and the Surviving Entity shall thenceforth be responsible and liable for all of the liabilities and obligations of each party to the Merger, and any claim existing or action or proceeding by or against any party to the Merger may be prosecuted as if such Merger had not taken place, or the Surviving Entity may be substituted in its place, and neither the rights of creditors nor any liens upon the property of any party to the Merger shall be impaired by the Merger.

(ii) The Articles of Incorporation of the Florida Corporation, as in effect immediately prior to the Effective Time, shall be the Articles of Incorporation of the Surviving Entity until thereafter amended as provided by applicable law.

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(iii) The Bylaws of the Florida Corporation, as in effect immediately prior to the Effective Time, shall be the Bylaws of the Surviving Entity until thereafter amended as provided by law.

(iv) The directors and the officers of the Florida Corporation immediately prior to the Effective Time will be the directors and the officers of the Surviving Entity until their successors are duly elected and qualified or until their earlier resignation or removal.

(c) The Florida Corporation and the Alabama Corporation each have one shareholder who is the same person. Such person will continue to be the sole shareholder of the Surviving Entity and each of his shares of the Alabama Corporation will, as of the Effective Time, become a share of the Surviving Entity.

(d) The Merger shall become effective upon the last of the following to occur: (i) the date and time of the filing of Articles of Merger for the Merger with the Florida Department of State, or (ii) the date and time of the filing of a Certificate of Merger for the Merger with the Office of the Alabama Secretary of State (the "Effective Time").

**SECOND:** Pursuant to the applicable provisions of the Alabama Business Corporation Law and the Bylaws of the Alabama Corporation, the director and sole shareholder of the Alabama Corporation approved the Merger by written consents, dated as of March 11, 2023, and the number of votes cast for approval was sufficient.

**THIRD:** Pursuant to the applicable provisions of the Florida Business Corporation Act and the Bylaws of the Florida Corporation, the director and the sole shareholder of the Florida Corporation approved the Merger by written consents, dated as of March 11, 2023, and the number of votes cast for approval was sufficient.

[SIGNATURES ARE ON THE FOLLOWING PAGE]

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IN WITNESS WHEREOF, an authorized officer of each of the parties hereto has executed these Articles of Merger on behalf of the parties hereto.

GHMR, INC., an Alabama corporation

By: Thomas Wichers  
Thomas Wichers, President

ENERGY REPS, INC., a Florida corporation

By: Thomas Wichers  
Thomas Wichers, President

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