

Document Number Only

P23527

C T Corporation System.

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301

City

State

Zip

Phone

CORPORATION(S) NAME

Bloomco Inc., Big East Inc., DelKraft Inc., Elwin Inc.,  
Krolasco Inc., Kromem Inc., Mifex Inc., Prinnet Inc.  
merged into:  
Leasico Inc.

☐ Profit

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☒ Merger

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ Will Wait

☐ After 4:30

☒ Pick Up

Name	7/13/98
Availability	
Document Examiner	Don
Updater	Don
Verifier	Don
Acknowledgment	Don
W.P. Verifier	Don

6/23/98

PLEASE RETURN EXTRA COPY(S)  
FILE STAMP

THANKS  
JOEY  
STATE  
FLORIDA

98 JUN 23 PM 4:30  
FILED

100789, 00524, 00672

CR2E031 (1-89)

ARTICLES OF MERGER  
Merger Sheet

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MERGING:

DELKRAFT INC., a Florida corporation J47285

MIFEX, INC., a Florida corporation J96176

KROLASCO INC., a Florida corporation J47288

into

**LEASICO, INC.**, a Delaware corporation P23527

File date: June 23, 1998

Corporate Specialist: Annette Hogan



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

June 24, 1998

CT Corporation System  
660 East Jefferson St.  
Tallahassee, FL 32301

SUBJECT: KROLASCO INC.  
Ref. Number: J47288

*Walk In  
Pick up*

*Please back date  
Thanks*

We have received your document for KROLASCO INC. and your check(s) totaling \$315.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please give the date of adoption for each corporation involved in the merger. Bloomco, Inc. Big East, Inc., Elwin Inc., Kromem Inc., and Prinnet Inc have not included their date of adoption or original signatures. Or you can replace the first page of this merger and just include the Florida corporations and the survivor.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan  
Corporate Specialist

Letter Number: 698A00034741

**DOMESTIC CORPORATION AND FOREIGN CORPORATION**

**ARTICLES OF MERGER**

FILED  
98 JUN 23 PM 3:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned corporation, pursuant to Section 607.1107 of the Florida Business Corporation Act hereby execute the following Articles of Merger:

**FIRST:** The name of the corporations proposing to merge and the names of the states or countries under the laws of which such corporation are organized are as follows:

**Delkraft Inc. - Florida Corporation**  
**Krolasco Inc. - Florida Corporation**  
**Mifex Inc. - Florida Corporation**  
**Leasico Inc. - Delaware Corporation**

**SECOND:** The laws of the state or country under which such foreign corporations are organized permit such merger and such foreign corporations are complying with those laws in effecting the merger.

**THIRD:** The foreign corporation complies with Section 706.1105 F. S. (as set forth below) if it is a surviving corporation of the merger; and each domestic corporation complies with the applicable provisions of Sections 607.1101-607.1104 F. S. and, if it is the surviving corporation of the merger, with Section 607.1105 F. S. (as set forth below).

**FOURTH:** The plan of merger is attached hereto as Exhibit "A".

**FIFTH:** The effective date of the certificate of merger shall be upon filing.

**SIXTH:** If shareholder approval was not required, a provision to that effect is as follows:

**NOT APPLICABLE**

**SEVENTH:** The plan of merger was adopted by the shareholders ( or the Board of Directors when no vote of the shareholders is required) of **Delkraft Inc., Krolasco Inc., and Mifex Inc.,** on the 27th day of May, 1998, and was adopted by the shareholders (or the Board of Directors when no vote of the shareholders is required) of **Leasico Inc.,** on the 29th of May, 1998.

SIGNED as of the 16th day of June, 1998.

LEASICO INC.

By: 

Robert Mills, Vice President

DELCRAFT INC.

By: 

Robert Mills, Vice President

KROLASCO INC.

By: 

Robert Mills, Vice President

MIFEX INC.

By: 

Robert Mills, Vice President

## PLAN OF MERGER

A. Bloomco Inc., a Minnesota corporation, Mifex Inc., a Florida company, Prinnet Inc., a Minnesota corporation, Delkraft Inc., a Florida corporation, Kromen Inc., a Tennessee corporation, Elwin Inc., a Kentucky corporation, Big East Inc., a Delaware corporation, and Krolasco Inc., a Florida corporation (hereby referred to as the "Merged Companies") hereby merges into Leasico Inc. (a Delaware corporation) which shall be the Surviving Entity.

B. At the time this Agreement of Merger shall become effective, all issued and outstanding shares of the Merged Companies shall forthwith be canceled and no shares of the Surviving Entity shall be issued in exchange therefor.

C. The Bylaws of the Surviving Entity as they shall exist on the effective date of this merger shall be and remain the Bylaws of the Surviving Entity until the same shall be altered, amended and repealed as therein provided.

D. The Director of the Surviving Entity shall continue in office until the next annual meeting of stockholders and until their successors shall have been elected and qualified.

E. Upon the merger becoming effective, all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the merged entities shall be transferred to, vested in and devolve upon the Surviving Entity without further act or deed and all property, rights, and every other interest of the Surviving Entity and the merged corporation shall be the property of the Surviving Entity.

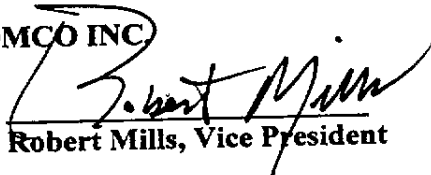
F. The shareholders of all issued and outstanding shares entitled to vote on behalf of the Surviving Entity voted by unanimous written consent in favor of the merger and the shareholders of all issued and outstanding shares entitled to vote on behalf of the Merged Companies voted by unanimous written consent in favor of the merger.

EXECUTED as of the 27th day of May, 1998.

### MERGED COMPANIES:


BLOOMCO INC.

By:

  
Robert Mills, Vice President

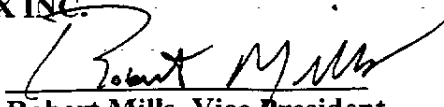
LEASICO INC.

By:

  
Robert Mills, Vice President

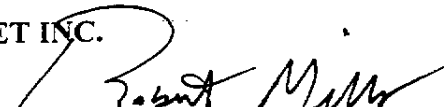
MIFEX INC.

By:

  
Robert Mills, Vice President


PRINET INC.

By:

  
Robert Mills, Vice President

DELKRAFT INC.

By:

  
Robert Mills, Vice President

KROMEN INC.

By:

  
Robert Mills, Vice President

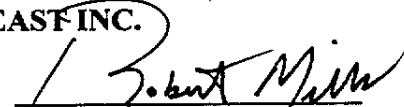
ELWIN INC.

By:

  
Robert Mills, Vice President

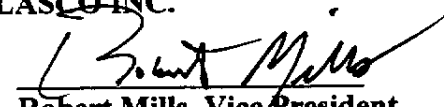
BIG EAST INC.

By:

  
Robert Mills, Vice President

KROLASCO INC.

By:

  
Robert Mills, Vice President