

P26505

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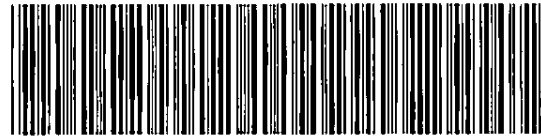
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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I ALBRITTON

1140101

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 244557 4357259

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : June 6, 2018

ORDER TIME : 10:52 AM

ORDER NO. : 244557-005

CUSTOMER NO: 4357259

ARTICLES OF MERGER

CORPORATION INFORMATION
SERVICES, INC.

INTO

CORPORATION SERVICE COMPANY

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Emily Croft

EXAMINER'S INITIALS:

10

**ARTICLES OF MERGER
OF
CORPORATION INFORMATION SERVICES, INC., a Florida corporation
AND
CORPORATION SERVICE COMPANY, a Delaware corporation**

The following Articles of Merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Sections 607.1104 and 607.1105, Florida Statutes.

1. Identity of parent corporation:

WMB Holdings, Inc., a Delaware corporation qualified to do business in the state of Florida and whose document number in the state of Delaware is 2209077.

2. The identity of the merging subsidiary corporation:

Corporation Information Services, Inc., a Florida corporation, whose document number in Florida is 493767.

3. The identity of the surviving subsidiary corporation of parent corporation:

Corporation Service Company, a Delaware corporation qualified to do business in the state of Florida, whose document number in Delaware is 101330 and whose document number in Florida is P26505.

4. Plan of Merger. The Plan of Merger is attached hereto as Exhibit A.

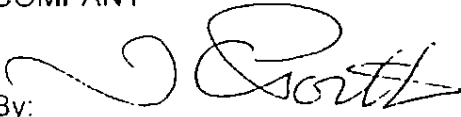
5. Effective Date. The merger shall become effective on the date the Articles of Merger and the Plan of Merger are filed with the Florida Department of State.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

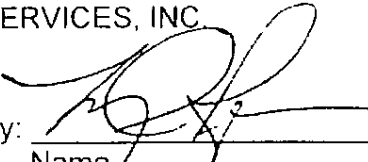
6. Adoption of Plan of Merger. The Plan of Merger was adopted by the board of directors of the parent surviving corporation, the board of directors of surviving subsidiary corporation and the board of directors of the merging corporation, each by unanimous written consent. No shareholder approval is required for the adoption of the Plan of Merger by either corporation.

7. Signatures. The signatures of duly authorized officer of the parent corporation, the surviving subsidiary corporation and the merging subsidiary corporation appear below:

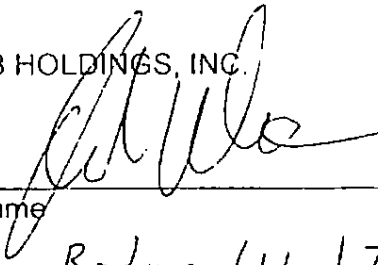
CORPORATION SERVICE
COMPANY

By: 
Name
Thomas Porth
Printed Name
Its: CFO
Date: 5/1/2018

CORPORATION INFORMATION
SERVICES, INC.

By: 
Name
Mark A. Rosser
Printed Name
Its: Vice President
Date: 5/1/2018

WMB HOLDINGS, INC.

By: 
Name
Rodman Ward III
Printed Name
Its: CEO
Date: 5/1/2018

PLAN OF MERGER

(Merger undertaken by parent corporation of subsidiary corporation into another subsidiary corporation)

The following Plan of Merger is hereby adopted for submission to the Florida Department of State in compliance with Section 607.1104, Florida Statutes.

1. Identity of Parent and Subsidiary.

A. The parent corporation is WMB Holdings, Inc., a Delaware corporation.

B. The name of one subsidiary corporation is Corporation Information Services, Inc., a Florida corporation.

C. The name of another subsidiary corporation is Corporation Service Company, a Delaware corporation.

2. Stock Ownership.

A. Parent corporation is the owner of all issued and outstanding stock of Corporation Information Services, Inc.

B. Parent corporation is the owner of all issued and outstanding stock of Corporation Service Company.

3. Conversion of Shares. Upon the adoption of this Plan of Merger and the filing of duly authorized and executed Articles of Merger with the Florida Department of State, there shall be no exchange of cash or property for the outstanding stock of

Corporation Information Services, Inc., and Corporation Information Services, Inc. shall be merged into Corporation Service Company and its existence terminated.


4. Terms and Conditions. Corporation Service Company shall assume and pay all of the debts and obligations of Corporation Information Services, Inc. and Corporation Service Company shall become the owner of all assets of Corporation Information Services, Inc.

5. Amendment to Articles of Incorporation. This Plan of Merger proposes no amendments the Articles of Incorporation of the parent corporation or Corporation Service Company.

6. Effective Date. The Effective Date of the merger shall be the date of the filing of Articles of Merger and this Plan of Merger with the Florida Department of State.

[Signatures on following page]

CORPORATION SERVICE
COMPANY

By: 
Name

Thomas Porth
Printed Name

Its: CFO

Date: 5/1/2018

CORPORATION INFORMATION
SERVICES, INC.

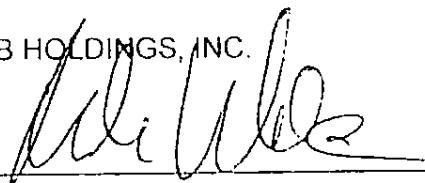
By: 
Name

Mark A. Rosser
Printed Name

Its: Vice President

Date: 5/1/2018

WMB HOLDINGS, INC.

By: 
Name

Rodma Ward III
Printed Name

Its: CEO

Date: 5/1/2018

**UNANIMOUS WRITTEN CONSENT OF DIRECTORS
OF
CORPORATION INFORMATION SERVICES, INC., a Florida Corporation**

THE UNDERSIGNED, constituting all of the members of the Board of Directors of Corporation Information Services, Inc. ("Corporation"), a Florida corporation, hereby offer their unanimous written consent to the following corporation action:

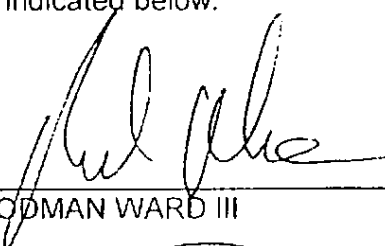
1. The Plan of Merger between Corporation, as merging subsidiary corporation; Corporation Service Corporation, a Delaware corporation, as surviving subsidiary corporation; and WMB Holdings, Inc., a Delaware corporation, as parent corporation, is hereby adopted and is attached hereto as Exhibit A.

2. The Directors of the Corporation are authorized to execute and deliver all documents necessary to implement the Plan of Merger, including, but not limited to, Articles of Merger for filing with the appropriate state filing agencies.


3. The Directors of Corporation are authorized to deliver possession and control of all assets of the Corporation to the surviving subsidiary corporation.

EXECUTED by each Director on the dates indicated below.

Date: 5/1/2018


RODMAN WARD III

Date: 5/1/2018


THOMAS PORTH

**RESOLUTIONS ADOPTED AT
A MEETING OF THE BOARD OF DIRECTORS OF
WMB HOLDINGS, INC. (THE "CORPORATION")
ON
April 30, 2018**


Approval of Merger

WHEREAS, the Board of Directors of the Corporation (the "Board") has determined that it is advisable and in the best interests of the Corporation and its stockholders to enter into that certain Plan of Merger between Corporation Information Services, Inc., a Florida corporation, as merging subsidiary corporation; Corporation Service Company, as surviving subsidiary corporation; and WMB Holdings, a Delaware corporation, as parent corporation, is hereby adopted and attached hereto as Exhibit A (the "Plan of Merger").

NOW THEREFORE BE IT:

RESOLVED, that the Plan of Merger, including but not limited to the Articles of Merger hereby are, approved and adopted in all respects; and further

RESOLVED, that, the Chief Executive Officer, President, any Vice President, Chief Financial Officer, Treasurer, Secretary and any other officer of the Corporation (each an "Authorized Officer" and collectively, the "Authorized Officers") of the Corporation be, and each of them individually hereby is, authorized and directed, in the name and on behalf of the Corporation, to execute and deliver the Plan of Merger, in such form, with such changes thereto as the such Authorized Officer shall approve, the signature of any Authorized Officer thereon to be conclusive evidence of the approval of such changes, and that the Authorized Officers of the Corporation be, and each of them individually hereby is, authorized and directed, in the name of and on behalf of the Corporation, to prepare, execute, deliver and file or cause to be prepared, executed, delivered and filed such further agreements, certificates, instruments and documents and to take such actions as contemplated by the Plan of Merger or as such Authorized Officer deems necessary or appropriate to carry out the intent of this resolution, including but not limited to Corporation Service Company to accept delivery, possession and control of all assets of Corporation Information Services, Inc. and take such action as is necessary to perform all actions of Corporation Information Services, Inc.


George A. Massih III, Secretary

RESOLUTIONS ADOPTED AT
A MEETING OF THE BOARD OF DIRECTORS OF
CORPORATION SERVICE COMPANY (THE "CORPORATION")
ON
April 30, 2018

Approval of Merger

WHEREAS, the Board of Directors of the Corporation (the "Board") has determined that it is advisable and in the best interests of the Corporation and its stockholders to enter into that certain Plan of Merger between Corporation Information Services, Inc., a Florida corporation, as merging subsidiary corporation; Corporation Service Company, as surviving subsidiary corporation; and WMB Holdings, Inc., a Delaware corporation, as parent corporation, is hereby adopted and attached hereto as Exhibit A (the "Plan of Merger").

NOW THEREFORE BE IT:

RESOLVED, that the Plan of Merger, including but not limited to the Articles of Merger hereby are, approved and adopted in all respects; and further

RESOLVED, that, the Chief Executive Officer, President, any Vice President, Chief Financial Officer, Treasurer, Secretary and any other officer of the Corporation (each an "Authorized Officer") and collectively, the "Authorized Officers") of the Corporation be, and each of them individually hereby is, authorized and directed, in the name and on behalf of the Corporation, to execute and deliver the Plan of Merger, in such form, with such changes thereto as the such Authorized Officer shall approve, the signature of any Authorized Officer thereon to be conclusive evidence of the approval of such changes, and that the Authorized Officers of the Corporation be, and each of them individually hereby is, authorized and directed, in the name of and on behalf of the Corporation, to prepare, execute, deliver and file or cause to be prepared, executed, delivered and filed such further agreements, certificates, instruments and documents and to take such actions as contemplated by the Plan of Merger or as such Authorized Officer deems necessary or appropriate to carry out the intent of this resolution, including but not limited to accept delivery, possession and control of all assets of Corporation Information Services, Inc. and take such action as is necessary to perform all actions of Corporation Information Services, Inc.

A handwritten signature in black ink, appearing to read 'G. Massih III', is written over a horizontal line.

George A. Massih III, Secretary