

Document Number Only

P37055

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

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Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

400002645434--4

-09/22/98--01001--004

\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

Champion Rumbels

merging into - Rent-way, inc

☐ Profit

☐ NonProfit

☐ Limited Liability Co.

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Certified Copy

☐ Call When Ready

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JEFF BUTTERFIELD

9/21

00561

000789, 00524, 00672

FILED  
SEP 21 PM 3:44  
TALLAHASSEE, FLORIDA  
MERGER

ARTICLES OF MERGER  
Merger Sheet

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MERGING:

CHAMPION RENTALS, INC., a Florida corporation G51033

into

**RENT-WAY, INC.**, a Pennsylvania corporation P37055

File date: September 21, 1998 , effective September 30, 1998

Corporate Specialist: Annette Hogan



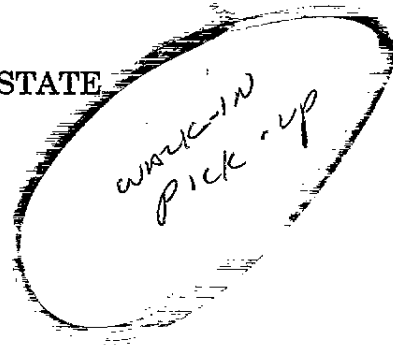
FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

September 22, 1998

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

SUBJECT: RENT-WAY, INC.  
Ref. Number: P37055



We have received your document for RENT-WAY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

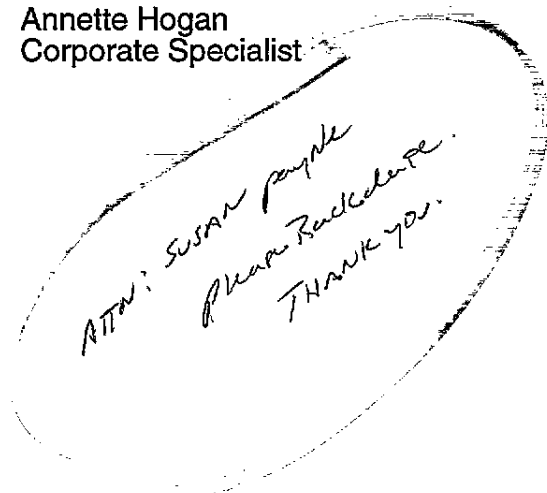
This form does not comply with chapter 607.1104, 607.1105 or 607.1107. Please submit Articles of Merger according to these statutes.

For each corporation, the document must contain the date of adoption of the plan of merger or share exchange by the shareholders or by the board of directors when no vote of the shareholders is required.

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

Annette Hogan  
Corporate Specialist

Letter Number: 598A00047765



EFFECTIVE DATE  
9/30/98

## ARTICLES OF MERGER

Pursuant to Section  
F.S. 607.1105

FILED  
98 SEP 21 PM 3:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### THE PLAN OF MERGER

- FIRST:** The name of the parent surviving corporation is Rent-Way, Inc., a Pennsylvania corporation ("Rent-Way").
- SECOND:** The name of the subsidiary merging corporation is Champion Rentals, Inc., a Florida corporation ("Champion").
- THIRD:** Champion is a wholly-owned subsidiary of Rent-Way. Champion shall merge with and into Rent-Way. Rent-Way shall be the surviving corporation and the separate corporate existence of Champion shall cease upon the effective date of the merger.
- FOURTH:** The manner and basis of converting the interests, shares, obligations or other securities of the merged corporation into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows: Each issued and outstanding share of Champion shall be cancelled upon the effective date of the merger.
- FIFTH:** Rent-Way agrees to pay the dissenting shareholders, the amount, if any, to which they are entitled to under sections 607.1302 and 607.1320 and as applicable.
- SIXTH:** Shareholder approval was not required by the parent or subsidiary corporations pursuant to 607.1104.
- SEVENTH:** The board of directors of the surviving parent corporation adopted the Plan of Merger on September 16, 1998.
- EIGHTH:** The merger shall be effective as of September 30, 1998.
- NINTH:** The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

(Note: Please see instructions for required signatures.)

Name of Entity

Signature(s)

Typed or Printed Name of Individual

Rent-Way, Inc.

Red Date

Ronald D. DeMoss

Vice President

Champion Rentals, Inc.

R. B. D. H.

Ronald D. DeMoss

Vice President

(Attach additional sheet(s) if necessary)

## PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

**FIRST:** The exact name and jurisdiction of each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Champion Rentals, Inc.	Florida

**SECOND:** The exact name and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Rent-Way, Inc.	Pennsylvania

**THIRD:** The terms and conditions of the merger are as follows:

Champion Rentals, Inc. ("Champion") is a wholly-owned subsidiary of Rent-Way, Inc. ("Rent-Way"). Champion shall merge with and into Rent-Way. Rent-Way shall be the surviving corporation and the separate corporate existence of Champion shall cease upon the effective date of the merger.

*(Attach additional sheet(s) if necessary)*

**FOURTH:**

- A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

Each issued and outstanding share of Champion shall be cancelled upon the effective date of the merger.

- B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

N/A

*(Attach additional sheet(s) if necessary)*

**FIFTH:** If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the general partner(s) are as follows:

Name(s) and Address(es) of General Partner(s)

If General Partner is a Non-Individual,

Florida Document/Registration Number

**SIXTH:** If a limited liability company is the surviving entity and it is to be managed by one or more managers, the name(s) and address(es) of the manager(s) are as follows:

**SEVENTH:** All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows:

**EIGHTH:** Other provisions, if any, relating to the merger:

The merger of Champion into Rent-Way shall be effective on September 30, 1998.

*(Attach additional sheet(s) if necessary)*