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Mergers

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18 DEC 27 PM 12:39

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2018 DEC 27 PM 12:51

BA

CT Corp.

3458 Lakeshore Drive, Tallahassee, FL 32312
850-656-4724

Date: 12/27/2018

Acc#I20160000072



Name:	Builder Services Group, Inc.
Document #:	
Order #:	11344147

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Amount: \$ 78.75

Thank you!

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Builder Services Group, Inc.

Name of Surviving Party

Please return all correspondence concerning this matter to:

Walter Joe Jacumin, Jr.

Contact Person

Builder Services Group, Inc.

Firm/Company

475 N. Williamson Blvd.

Address

Daytona Beach FL 32114

City, State and Zip Code

suzanne.erdle@topbuild.com

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

For further information concerning this matter, please call:

Suzanne Erdle

at (386) 763-4046

Name of Contact Person

Area Code and Daytime Telephone Number

☒ Certified Copy (optional) \$8.75

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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

EFFECTIVE DATE

12/31/2018

Articles of Merger
For
Florida Profit or Non-Profit Corporation
Into
Other Business Entity

FILED
2018 DEC 27 PM 12:51
SECRET
FALL ARIZONA, FL 32210

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109, 617.0302 or 605.1025, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
United Subcontractors, LLC	Utah	Limited liability company
_____	_____	_____
_____	_____	_____
_____	_____	_____

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Builder Services Group, Inc.	Florida	Corporation
_____	_____	_____

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 605, 617, and/or 620, Florida Statutes.

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the 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:

12-31-2018

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.

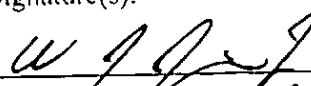
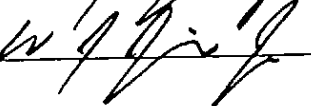
SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

SEVENTH: If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

EIGHTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
United Subcontractors, LLC		Walter Joe Jacumin, Jr.
Builder Services Group, Inc.		Walter Joe Jacumin, Jr.

Corporations:	Chairman, Vice Chairman, President or Officer <i>(If no directors selected, signature of incorporator.)</i>
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 a member or authorized representative

Fees:

\$35.00 Per Party

Certified Copy (optional):

\$8.75

PLAN OF MERGER

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
United Subcontractors, LLC	Utah	Limited liability company

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Builder Services Group, Inc.	Florida	Corporation

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

The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations. Pursuant to the applicable provisions of the Florida Business Corporation (the "FBCA"), upon the filing of the Articles of Merger, United Subcontractors, LLC shall merge with and into Builder Services Group, Inc. ("BSG"), the separate existence of United Subcontractors, LLC shall cease and BSG shall continue to exist in accordance with the applicable provisions of the FBCA.

(Attach additional sheet 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 others securities of the survivor, in whole or in part, into cash or other property is as follows:

The manner and basis of converting the shares of each corporation into shares, obligations or other

securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other

property and the manner and basis of converting rights to acquire shares of each corporation into rights to

acquire shares, obligations or other securities of the surviving or any other corporation or, in whole or in

part, into cash or other property are as follows:

All of the shares of the merging corporation issued and outstanding immediately prior to the effective

time shall be canceled, and no consideration shall be paid therefor.

(Attach additional sheet if necessary)

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

All of the shares of the merging corporation issued and outstanding immediately prior to the effective

time shall be canceled, and no consideration shall be paid therefor.

(Attach additional sheet if necessary)

FIFTH: If a partnership is the survivor, the name and business address of each general partner is as follows:

(Attach additional sheet if necessary)

SIXTH: If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

(Attach additional sheet if necessary)

SEVENTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

(Attach additional sheet if necessary)

EIGHTH: Other provision, if any, relating to the merger are as follows:

(Attach additional sheet if necessary)