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MERGER OR SHARE EXCHANGE

Sensata Technologies Maryland, Inc.

Certificate of Status	0
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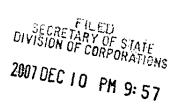
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ARTICLES OF MERGER (Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:		effective date	
Name	Jurisdiction	Document Number (If known/ spplicable)	12-31-07
Sensata Technologies Muryland, Inc.	Delaware		
Second: The name and jurisdiction of each	merging corporation:		
Name	Jurisdiction	Document Number	
ED & D Inc.	Plorida		
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	·		
	*****		,
Third: The Plan of Merger is attached.			
Fourth: The merger shall become effective Department of State.	e on the date the Articles of Merg	er are filed with the Fl	orida
	e date. NOTE: An effective date canno after merger file date.)	it be prior to the dute of fill	ng or marc
Fifth: Adoption of Merger by surviving of The Plan of Merger was adopted by the sha	orporation - (COMPLETE ONLY or reholders of the surviving corpor	ONE STATEMENT) ation on December 7, 20	97
The Plan of Merger was adopted by the box	rd of directors of the surviving of approval was not required.	orporation on	
Sixth: Adoption of Merger by merging co The Plan of Merger was adopted by the sha			
The Plan of Merger was adopted by the bost and shareholde	and of directors of the merging con r approval was not required.	rporation(s) on	*
(Attac	h additional sheets if necessary)		

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Seventh: SIGNATURES FOR EACH CORPORATION Name of Corporation Signature of an Officer or Director Summary Technologies Moryland, Inc. ED & D Inc. Thomas Wroc, President Thomas Wroc, President

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AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger is made as of December 7, 2007, by and between ED & D lnc., a Florida corporation ("ED&D"), and Sensata Technologies Maryland, Inc., a Delaware corporation ("STMI").

WITNESSETH THAT:

WHEREAS, the parties desire that ED&D be merged with and into STMI, with STMI as the surviving corporation, pursuant to the laws of the Florida Business Corporation Act and the State of Delaware.

NOW, THEREFORE, in consideration of the foregoing and the mutual benefits to be derived from this Agreement, the parties hereby agree upon the following terms and conditions of merger:

- 1. ED&D shall be merged with and into STMI, and STMI shall be the surviving corporation of the merger. The effective date of the merger (the "Effective Date") shall be December 31, 2007 with the Secretary of the State of Florida and with the Secretary of the State of Deleware. The parties intend for the merger to qualify under Section 368(a)(1)(f) of the Internal Revenue Code, as amended.
- 2. The Certificate of Incorporation, including the corporate purposes and authorized capital stock, and the By-Laws, directors and officers of the surviving corporation shall be those of STMI as of the Effective Date.
- 3. Upon the merger becoming effective, all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of ED&D shall be transferred to, vested in and devolve upon STMI without further act or deed, and all property, rights and every other interest of ED&D shall be as effectively the property of STMI as they were of ED&D. ED&D shall from time to time, as and when requested by STMI or by its successors or assigns, execute and deliver or cause to be executed and delivered all such deeds and instruments and to take or cause to be taken all such further or other action as STMI may deem necessary or desirable in order to vest in and confirm to STMI title to and possession of any property acquired or to be acquired by reason of or as a result of the merger herein provided for and otherwise to carry out the intent and purposes hereof, and the proper officers and directors of ED&D and STMI are fully authorized in the name of ED&D or otherwise to take any and all such action.
- 4. On the Effective Date, each share of Common Stock of ED&D outstanding on the Effective Date shall be automatically cancelled without any further action.

[SIGNATURE PAGE FOLLOWS]

10822035.1

IN WITNESS WHEREOF, the parties hereto have caused this Agreement and Plan of Merger to be signed on their behalf by their duly authorized representatives all as of the date first written above.

Disappearing Corporation:

ED & D INC., a Floride corporation

Thomas Wroe, President

Surviving Corporation:

SENSATA TECHNOLOGIES MARYLAND, INC., a Delaware corporation

Thomas Wroe, President

(Signature Page to Agreement and Plan of Merger of ED&D (NTO STMI)