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SEGRETARY OF STATE.

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Veronica R. Maddox, FRP
Director of Corporate Governance
(407) 822-4614
Veronica.Maddox@rotech.com

December 2, 2016

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

Re: Articles of Merger - Abba Medical Equipment, Inc.

Dear Clerk:

Enclosed for filing, please find an original plus copy of the Articles of Merger and Plan of Merger for Abba Medical Equipment, Inc. I am also enclosing a check in the amount of \$70.00. Kindly return a filed-stamped copy of the Articles in the self-addressed, postage paid envelope provided. If you have any questions, please do not hesitate to contact me.

Sincerely,

Veronica R. Maddox Director of Corporate Governance

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ARTICLES OF MERGER OF A MEDICAL EQUIPMENT.

ABBA MEDICAL EQUIPMENT, INC. (a Florida corporation)

AND RHEMA, INC.

(a Texas corporation)

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

- 1. The following annexed hereto and made a part hereof is the Plan of Merger for merging Abba Medical Equipment, Inc. with and into Rhema, Inc. as approved by resolution adopted at a meeting by the sole shareholder and board of directors of Abba Medical Equipment, Inc. on December 1, 2016 and by resolution adopted at a meeting by the sole shareholder and board of directors of Rhema, Inc. on December 1, 2016.
- 2. Surviving corporation: Rhema, Inc., a Texas corporation, Texas file number is 137854600. Merging corporation: Abba Medical Equipment, Inc., a Florida corporation, Florida document number is P95000084624.
- 3. The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.
- 4. The Plan of Merger was adopted by the sole shareholder and board of directors of the surviving corporation on December 1, 2016.
- 5. The Plan of Merger was adopted by the sole shareholder and board of directors of the merging corporation on December 1, 2016.

Executed on December 1, 2016.

ABBA MEDICAL EQUIPMENT, INC.

By:

Steven B. Burres

Secretary

RHEMA, INC.

By: ___

Steven B. Burres

Secretary

- PLAN OF MERGER adopted by Abba Medical Equipment, Inc., a business corporation organized under the laws of the State of Florida, by resolution of its sole shareholder and board of directors on December 1, 2016, and adopted by Rhema, Inc., a business corporation organized under the laws of the State of Texas, by resolution of its sole shareholder and board of directors on December 1, 2016. The names of the corporations planning to merge are Abba Medical Equipment, Inc. and Rhema, Inc. The name of the surviving corporation into which Abba Medical Equipment, Inc. plans to merge is Rhema, Inc.
- 1. Abba Medical Equipment, Inc. and Rhema, Inc. shall, pursuant to the provisions of the Florida Business Corporation Act and Texas Business Corporations Code, be merged with and into a single corporation, to wit, Rhema, Inc., which shall be the surviving corporation at the effective time and date of the merger and which is sometimes hereinafter referred to as the "surviving corporation", and which shall continue to exist as said surviving corporation under its present name pursuant to the provisions of the Texas Business Corporations Code. The separate existence of Abba Medical Equipment, Inc., which is sometimes hereinafter referred to as the "non-surviving corporation", shall cease at the effective time and date of the merger in accordance with the provisions of the Florida Business Corporation Act and Texas Business Corporations Code.
- 2. The present articles of incorporation of the surviving corporation upon the effective time and date of the merger shall be the Articles of Incorporation of said surviving corporation and said Articles of Incorporation shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the Texas Business Corporations Code.
- 3. The present bylaws of the surviving corporation will be the bylaws of said surviving corporation and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the Texas Business Corporations Code.
- 4. The directors and officers in office of the surviving corporation at the effective time and date of the merger shall be the members of the first board of directors and the first officers of the surviving corporation, all of whom shall hold their respective offices until their successors are elected and qualified or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.
- 5. Each issued and outstanding share of the non-surviving corporation immediately prior to the effective time and date of the merger shall, by virtue of the merger and without any action on the party of the holder thereof, be canceled, and all rights of the holder thereof in respect to each share of the non-surviving corporation shall be extinguished, as set forth herein. Each issued and outstanding share of the surviving corporation prior to the effective time and date of the merger shall, by virtue of the merger, remain issued and outstanding.
- 6. The board of directors and the proper officers of the non-surviving corporation and the board of directors and the proper officers of the surviving corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.