

Florida Department of State
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Division of Corporations
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**MERGER OR SHARE EXCHANGE
W.W. GAY MECHANICAL CONTRACTOR OF ORLANDO,
INC.**

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDAARTICLES OF MERGER

ARTICLES OF MERGER dated the 31 day of December, 2015, among W.W. GAY MECHANICAL SERVICES, INC., a Florida corporation, hereinafter called "Gay Services," and W.W. GAY MECHANICAL CONTRACTOR OF ORLANDO, INC., a Florida corporation, hereinafter called "Gay Orlando."

Gay Services is a corporation organized and existing under the laws of the State of Florida, with 10,000 shares of authorized common stock of no par value. Gay Orlando is a corporation organized under the laws of the State of Florida with 10,000 shares authorized common stock of no par value.

The Board of Directors of Gay Services and Gay Orlando, respectively, deem it desirable and in the best interest of the corporations and their stockholders that Gay Services be merged into Gay Orlando, and the corporations desire that they so merge under and pursuant to the laws of the State of Florida.

NOW, THEREFORE, IN CONSIDERATION OF THE PREMISES AND THE MUTUAL COVENANTS AND AGREEMENTS HEREIN SET FORTH, AND FOR THE PURPOSES OF PRESCRIBING THE TERMS AND CONDITIONS OF THE MERGER, THE PARTIES AGREE AS FOLLOWS:

1. As soon as the stockholders of Gay Services and Gay Orlando have approved this merger, Gay Services shall be deemed to have merged with and into Gay Orlando, which shall survive the merger and which shall have the same name as heretofore. The effective date of the merger shall be the date these Articles of

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Merger are filed with the Florida Secretary of State.

2. The name of the surviving corporation shall be W.W. GAY MECHANICAL CONTRACTOR OF ORLANDO, INC. The purposes for which the surviving corporation is formed and the nature of the business to be transacted by it shall be as set forth in the original Articles of Incorporation of Gay Orlando.

3. On the effective date of the merger, the By-laws of Gay Orlando shall be the By-laws of the surviving corporation until the same shall be altered, amended or repealed, or until new By-laws shall be adopted, in accordance with the provisions thereof.

4. The Board of Directors of the surviving corporation shall consist of the present directors of Gay Orlando who shall hold office until the next annual meeting of the stockholders of the surviving corporation, and until their successors have been elected and qualified. The present officers of Gay Orlando shall also hold office until their successors have been duly elected and qualified.

5. On the effective date of the merger, the total amount of capital stock of the surviving corporation to be authorized shall be 10,000 shares of no par value stock. On the effective date of the merger, all of the shares of Gay Services will be cancelled and retired, by virtue of the merger and without any action on the part of the holders thereof. Each holder of certificates representing the shares of Gay Orlando outstanding

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immediately prior to the date of the merger will hold the same number of shares, with identical designations, preferences, limitations and relative rights, immediately after the merger.

6. On the effective date of the merger, all of the property, rights, privileges and franchises, of whatsoever nature and description of Gay Services, including any choses in action belonging to it, shall be transferred to, vested in and shall devolve upon the surviving corporation, without further act or deed; and all property rights, privileges and franchises, and every other interest, shall be as effectually the property of the surviving corporation as they were of the respective corporation, and the title to all real estate vested in either of the corporations shall not be deemed to revert or to be in any way impaired by reason of the merger, but shall be vested in the surviving corporation. All debts, liabilities and duties of the respective corporations shall, thereafter, be assumed by and attached to the surviving corporation, and may be enforced against it to the same extent as if such debts, liabilities and duties have been incurred or contracted by the surviving corporation.

7. The surviving corporation shall pay all expenses of the merger agreement and reserves the right to subsequently amend its Certificate of Incorporation at any time hereafter, in accordance with the provisions of the laws of the State of Florida.

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IN WITNESS WHEREOF, the parties to this Agreement have caused these presents to be executed in their corporate names, by their presidents, with the corporate seals affixed, all as of the 31 day of December, 2015.

Attest:

[Signature]
Secretary
(Corporate Seal)

W.W. GAY MECHANICAL SERVICES, INC.

By [Signature]
President

Attest:

[Signature]
Secretary
(Corporate Seal)

W.W. GAY MECHANICAL CONTRACTOR OF ORLANDO, INC.

By [Signature]
President

STATE OF FLORIDA
COUNTY OF Duval

I hereby certify that on this 31st day of December, 2015, before me, an officer duly authorized to take acknowledgements, personally appeared W.W. Gay, as President of W.W. GAY MECHANICAL SERVICES, INC., (✓) personally known to me, or () who produced a Florida Driver's License as identification, and who did take an oath and personally appeared before me.

[Signature]
Notary Public, State of Florida
Print Name:
My Commission Expires:
Commission Number:



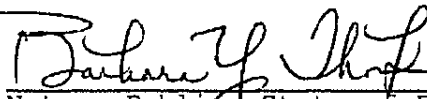
Barbara Y. Thompson
Notary Public-State of Florida
My Comm. Expires Dec 14, 2018
Commission # FF183823

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STATE OF FLORIDA

COUNTY OF Duval

I hereby certify that on this 31st day of December, 2015, before me, an officer duly authorized to take acknowledgements, personally appeared Paul V. Jones, as President of W.W. GAY MECHANICAL CONTRACTOR OF ORLANDO, INC., (☒) personally known to me, or (☐) who produced a Florida Driver's License as identification, and who did take an oath and personally appeared before me.


Notary Public, State of Florida
Print Name:
My Commission Expires:
Commission Number:

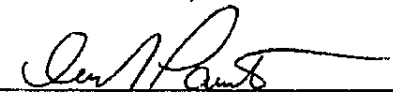


Barbara Y. Thompson
Notary Public-State of Florida
My Comm. Expires Dec 16, 2018
Commission # FF183853

CERTIFICATE OF APPROVAL BY STOCKHOLDERS

The undersigned hereby certifies that (s)he is the Secretary of W.W. GAY MECHANICAL SERVICES, INC. and that the foregoing Articles of Merger of W.W. GAY MECHANICAL SERVICES, INC. into W.W. GAY MECHANICAL CONTRACTOR OF ORLANDO, INC. was unanimously approved by the owners of 100% of the issued and outstanding stock of Gay Services at a Special Meeting of the Stockholders held at Orlando, Florida on the 31 day of December, 2015, and that the approval of said merger remains in full force and effect and has not been modified or rescinded in any way.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 31 day of December 2015, as Secretary of W.W. GAY MECHANICAL SERVICES, INC. at Orlando, Florida.


_____, Secretary

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CERTIFICATE OF APPROVAL BY STOCKHOLDERS

The undersigned hereby certifies that (s)he is the Secretary of W.W. GAY MECHANICAL CONTRACTOR OF ORLANDO, INC. and that the foregoing Articles of Merger of W.W. GAY MECHANICAL SERVICES, INC. into W.W. GAY MECHANICAL CONTRACTOR OF ORLANDO, INC. was unanimously approved by the owners of 100% of the issued and outstanding stock of W.W. GAY MECHANICAL CONTRACTOR OF ORLANDO, INC. at a Special Meeting of the Stockholders held at Orlando, Florida on the 31 day of December, 2015, and that the approval of said merger remains in full force and effect and has not been modified or rescinded in any way.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 31 day of December 2015, as Secretary of W.W. GAY MECHANICAL CONTRACTOR OF ORLANDO, INC. at Orlando, Florida.



 , Secretary