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**MERGER OR SHARE EXCHANGE**

**LENCO MARINE, INC.**

Certificate of Status	0
Certified Copy	0
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SEP 05 2008

FAX AUDIT NUMBER: ((H08000208496 3))

**ARTICLES OF MERGER**  
**OF**  
**SOUTHERN MARINE, INC., a Florida corporation**  
**INTO**  
**LENCO MARINE, INC., a Florida corporation**

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DIVISION OF CORPORATIONS

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

**First:** The surviving corporation is Lenco Marine, Inc., a Florida corporation.

**Second:** The merging corporation is Southern Marine, Inc., a Florida corporation. Southern Marine, Inc., a Florida corporation, shall be completely merged into Lenco Marine, Inc., a Florida corporation. Southern Marine, Inc., a Florida corporation, shall thereafter cease to exist.

**Third:** The Plan of Merger is attached hereto and incorporated herewith.

**Fourth:** The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

**Fifth:** The Plan of Merger was unanimously adopted by the Board of Directors and Stockholders of the Lenco Marine, Inc., a Florida corporation, on July 2, 2008.

**Sixth:** The Plan of Merger was unanimously approved by the Board of Directors and Stockholders of Southern Marine, Inc. a Florida corporation, on July 2, 2008.

**Seventh:** This merger is permitted by the laws of the State of Florida.

SOUTHERN MARINE, INC.,  
a Florida corporation

(Corporate Seal)

By: \_\_\_\_\_

Richard DeVito  
Its: President

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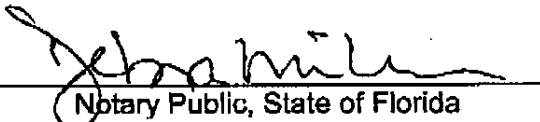
LENCO MARINE, INC, a  
Florida corporation

(Corporate Seal)

By: Richard DeVito  
Its: PresidentSTATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 3 day of September 2008 by Richard DeVito, as President of SOUTHERN MARINE, INC., a Florida corporation, on behalf of the corporation. He (PLEASE CHECK ONE OF THE FOLLOWING) ☒ is personally known to me or ☐ has produced \_\_\_\_\_ (TYPE OF IDENTIFICATION) as identification.

(SEAL) NOTARY PUBLIC-STATE OF FLORIDA  
Debra Miller  
Commission # DD574820  
Expires: AUG. 29, 2010  
BONDED THRU ATLANTIC BONDING CO., INC.

  
Notary Public, State of FloridaSTATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 3 day of September 2008 by Richard DeVito, as President of LENCO MARINE, INC., a Florida corporation, on behalf of the corporation. He (PLEASE CHECK ONE OF THE FOLLOWING) ☒ is personally known to me or ☐ has produced \_\_\_\_\_ (TYPE OF IDENTIFICATION) as identification.

(SEAL) NOTARY PUBLIC-STATE OF FLORIDA  
Debra Miller  
Commission # DD574820  
Expires: AUG. 29, 2010  
BONDED THRU ATLANTIC BONDING CO., INC.

  
Notary Public, State of Florida

FAX AUDIT NUMBER: ((H08000208496 3))

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**PLAN OF MERGER BETWEEN**  
**LENCO MARINE, INC., a Florida corporation**  
**AND**  
**SOUTHERN MARINE, INC., a Florida corporation**

This Plan of Merger has been adopted by the unanimous approval of the Board of Directors and Stockholders of LENCO MARINE, INC., a Florida corporation and by unanimous approval of the Board of Directors and Stockholders of SOUTHERN MARINE, INC., a Florida corporation, as follows:

1. **Names of Merging Corporations/Name of Surviving Corporation.** SOUTHERN MARINE, INC., a Florida corporation, shall merge into LENCO MARINE, INC., a Florida corporation. The surviving corporation shall be LENCO MARINE, INC., a Florida corporation.
2. **Terms and Conditions of Merger.** SOUTHERN MARINE, INC. a Florida corporation, shall be completely merged into LENCO MARINE, INC., a Florida corporation. SOUTHERN MARINE, INC. a Florida corporation, shall thereafter cease to exist.
3. **Conversion of Shares of Corporations.** The shares of stock in SOUTHERN MARINE, INC. a Florida corporation, shall be exchanged on a ten for one basis for shares of common stock in LENCO MARINE, INC., a Florida corporation, i.e., ten shares of SOUTHERN MARINE, INC. stock for one share of LENCO MARINE, INC. stock. There are no other classes of stock in either corporation, nor are there any shares in series.
4. **Laws of Respective States.** The laws of the States of Florida permit this merger.

Prepared by:  
Lawrence E. Crary III, Esquire  
555 Colorado Avenue  
Stuart, Florida 34994  
(561) 287-2600  
Fla. Bar No.: 250414

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5. **Governing Law/Florida Service of Process.** The surviving Florida corporation shall be governed by the laws of the State of Florida. The surviving Florida corporation hereby consents to be served with process in Florida by service upon the Secretary of State of the State of Florida in any proceeding for enforcement of any obligation of any constituent Florida corporation, i.e., the merged Florida corporation, or of any obligation of the surviving Florida corporation arising from this merger, including suits for appraisal rights under Florida law.

6. **Effective Date.** The effective date of the merger shall be July 2, 2008. This Plan of Merger was unanimously adopted by the Board of Directors and Stockholders of SOUTHERN MARINE, INC., a Florida corporation and by the unanimous approval of the Board of Directors and Stockholders of LENCO MARINE, INC., a Florida corporation on this 2<sup>nd</sup> day of July, 2008.

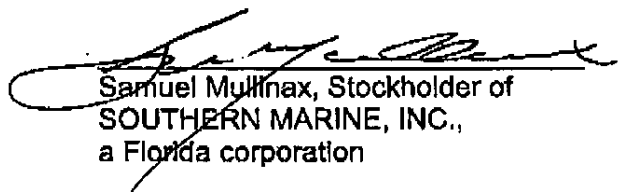
SOUTHERN MARINE, INC.,  
a Florida corporation

(Corporate Seal)

By: 

Richard DeVito  
Its: President

  
Richard DeVito, Stockholder of  
SOUTHERN MARINE, INC.,  
a Florida corporation

  
Samuel Mullinax, Stockholder of  
SOUTHERN MARINE, INC.,  
a Florida corporation

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**FAX AUDIT NUMBER:** ((H08000208496 3))

LENCO MARINE, INC, a  
Florida corporation

(Corporate Seal)

By: 

Richard DeVito  
Its: President

  
Richard DeVito, Stockholder of  
LENCO MARINE, INC.,  
a Florida corporation

  
Samuel Mullinax, Stockholder of  
LENCO MARINE, INC.,  
a Florida corporation

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 3 day of September, 2008 by Richard DeVito, individually as a stockholder and as President of SOUTHERN MARINE, INC., a Florida corporation, on behalf of the corporation and individually as a shareholder of the corporation. He (PLEASE CHECK ONE OF THE FOLLOWING) ☒ is personally known to me or ☐ has produced \_\_\_\_\_ (TYPE OF IDENTIFICATION) as identification.

(SEAL)  
NOTARY PUBLIC-STATE OF FLORIDA  
Debra Miller  
Commission # DDS74820  
Expires: AUG. 29, 2010  
BONDED THRU ATLANTIC BONDING CO., INC.


  
Notary Public, State of Florida

**FAX AUDIT NUMBER:** ((H08000208496 3))

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STATE OF FLORIDA  
COUNTY OF MARTIN


The foregoing instrument was acknowledged before me this 3 day of September, 2008 by Samuel Mullinax, individually as a stockholder of SOUTHERN MARINE, INC., a Florida corporation. He (PLEASE CHECK ONE OF THE FOLLOWING) ☒ is personally known to me or ☐ has produced \_\_\_\_\_ (TYPE OF IDENTIFICATION) as identification.

NOTARY PUBLIC-STATE OF FLORIDA  
Debra Miller  
(SEAL)  Commission # DD574820  
Expires: AUG. 29, 2010  
BONDED THRU ATLANTIC BONDING CO., INC.

  
Notary Public, State of Florida

STATE OF FLORIDA  
COUNTY OF MARTIN


The foregoing instrument was acknowledged before me this 3 day of September, 2008 by Richard DeVito, individually as a stockholder and as President of LENCO MARINE, INC., a Florida corporation, on behalf of the corporation and individually as sole shareholder of the corporation. He (PLEASE CHECK ONE OF THE FOLLOWING) ☒ is personally known to me or ☐ has produced \_\_\_\_\_ (TYPE OF IDENTIFICATION) as identification.

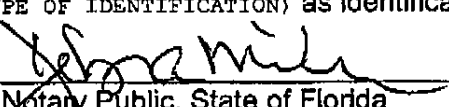
NOTARY PUBLIC-STATE OF FLORIDA  
Debra Miller  
(SEAL)  Commission # DD574820  
Expires: AUG. 29, 2010  
BONDED THRU ATLANTIC BONDING CO., INC.

  
Notary Public, State of Florida

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 3 day of September, 2008 by Samuel Mullinax, individually as a stockholder LENCO MARINE, INC., a Florida corporation. He (PLEASE CHECK ONE OF THE FOLLOWING) ☒ is personally known to me or ☐ has produced \_\_\_\_\_ (TYPE OF IDENTIFICATION) as identification.

NOTARY PUBLIC-STATE OF FLORIDA  
Debra Miller  
(SEAL)  Commission # DD574820  
Expires: AUG. 29, 2010  
BONDED THRU ATLANTIC BONDING CO., INC.

  
Notary Public, State of Florida

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