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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Merger

DEC 23 2019

I ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Lanier Services Inc

Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Joseph B Lanier

Contact Person

Lanier Services Inc

Firm/Company

5850 Orange Drive; Bldg A

Address

Davie, FL 33314

City/State and Zip Code

Britt.Lanier@twomen.com

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

For further information concerning this matter, please call:

Joseph B Lanier

Name of Contact Person

At (⁹⁵⁴) ⁴¹⁰⁻⁹⁷⁰⁶

Area Code & Daytime Telephone Number

☐ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

STREET ADDRESS:

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

MAILING ADDRESS:

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

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:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Lanier Services, Inc.	Florida	P99000045746

Second: The name and jurisdiction of each **merging** corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
LANSERV, INC.	Florida	P03000155401
304 LANSERV, INC	Florida	P14000025863

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Third: The Plan of Merger is attached.

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

OR / / (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

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.

Fifth: Adoption of Merger by **surviving** corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on November 15, 2019.

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ and shareholder approval was not required.

Sixth: Adoption of Merger by **merging** corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on November 15, 2019.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or
Director

Typed or Printed Name of Individual & Title

Lanier Services Inc

Joseph B. [Signature]

Joseph B Lanier/Director

Lanier Services Inc

Swamiji Ranier

Susan Y Lanier/Director

Lanserv Inc

Joseph B. L.

Joseph B Lanier/President

Lanserv Inc

Susan T. Larkin

Susan Y Lanier/VP

304 Lanserv Inc

Joseph B. F.

Joseph B Lanier/Director

304 Lanserv Inc

Gwen Y. Jamieson

Susan Y Lanier/Director

PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

Name	Jurisdiction
<u>LANIER SERVICES INC</u>	<u>FLORIDA</u>

Second: The name and jurisdiction of each merging corporation:

Name	Jurisdiction
<u>LANSERV INC</u>	<u>FLORIDA</u>
<u>304 LANSERV INC</u>	<u>FLORIDA</u>

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

1. The following PLAN OF MERGER, by and among LANIER SERVICES INC; a Florida Corporation and qualified subsidiary of WATCHTOWER HOLDINGS INC, LANSERV INC; a Florida Corporation and qualified subsidiary of WATCHTOWER HOLDING INC, and 304 LANSERV INC; a Florida Corporation and qualified subsidiary of WATCHTOWER HOLDING INC was adopted and approved by each party to the merger in accordance with the applicable provisions of Chapters 605 and 607, Florida Statutes.
2. Articles of merger shall be filed with the Secretary of State of the State of Florida, upon approval of this Plan of Merger by all the Members of the surviving entity and Members or shareholders of the merging entities.
3. The Merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State (the Effective Date)
4. The separate existence and organization of LANSERV INC and 304 LANSERV INC shall cease upon the Effective Date, and thereafter LANIER SERVICES INC shall continue as the surviving party and shall be governed by the laws of the State of Florida.
5. The existence of LANIER SERVICES INC with all its purposes, powers, and objects shall continue unaffected and unimpaired by the Merger. LANIER SERVICES INC, as the surviving corporation shall succeed to all the rights, privileges, immunities, franchises, property, debts, liabilities, and obligations, of a public as well as a private nature of LANSERV INC AND 304 LANSERV INC.
6. The Articles of Organization of the surviving entity shall continue to be its Articles of Organization following the Effective Date.
7. The Operating Agreement (as amended and/or amended and restated) of the surviving entity shall continue to be its Operating Agreement following the Effective Date.
8. The Parent Corporation of the Surviving entity on the Effective Date shall continue as the Parent Corporation following the Effective Date. Qualified Subchapter S Subsidiary status will be maintained.

Fourth: 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:

Upon the Effective Date, the membership interests of the surviving entity and the membership interests or stock of the merging entities shall be cancelled; and new units or interests of LANIER SERVICES INC shall be issued to the Members or Shareholders (Owners) based upon the relative value of the interests that each Owner held in the merging entities immediately prior to the Effective Date.

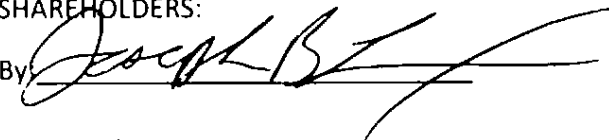
Surviving Corporation

LANIER SERVICES INC

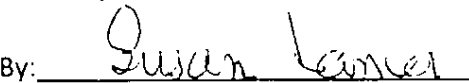
By: 

Joseph B Lanier/Director

SHAREHOLDERS:

By: 

Joseph B Lanier

By: 

Susan Lanier

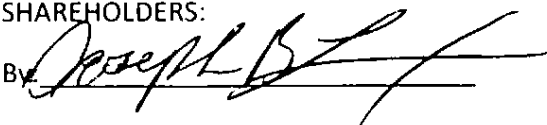
Merging Corporation #1

LANSERV INC

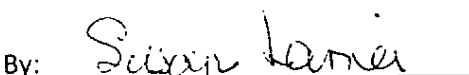
By: 

Joseph B Lanier/President

SHAREHOLDERS:

By: 

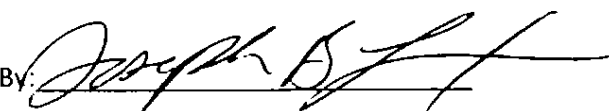
Joseph B Lanier

By: 

Susan Lanier

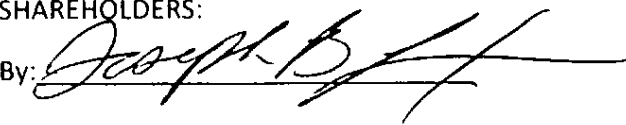
Merging Corporation #2

304 LANSERV INC

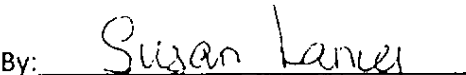
By: 

Joseph B Lanier/Director

SHAREHOLDERS:

By: 

Joseph B Lanier

By: 

Susan Lanier