

Document Number Only

P990000092765

CT Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City

State

Zip

Phone

800003020778--3

-10/21/99--01058--015

*****70.00 *****70.00

CORPORATION(S) NAME

merger

Ultra Clean Corporation

merging into: ULTRACLEAN Corporation

☐ Profit

☐ NonProfit

☐ Amendment

☒ Merger

☐ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ LLC

☐ Limited Partnership

☐ Annual Report

☐ Other UCC Filing

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

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ARTICLES OF MERGER
Merger Sheet

MERGING: _____

ULTRACLENZ CORPORATION, a Massachusetts corporation not authorized to
transact business in Florida

INTO

ULTRACLENZ CORPORATION, a Florida entity, P99000092765.

File date: October 21, 1999

Corporate Specialist: Annette Ramsey

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, F.S.

First: The name and jurisdiction of the surviving corporation is:

Name

Jurisdiction

UltraClenz Corporation

Florida

FILED
99 OCT 21 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Name

Jurisdiction

UltraClenz Corporation

Massachusetts

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 in the future.)

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 October 18, 1999.

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 October 18, 1999.

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

Typed or Printed Name of Individual & Title

UltraClenz Corporation
(a Mass Corporation)

By :

Charles P. Johnston, President

UltraClenz Corporation
(a Florida Corporation)

By:

Charles P. Johnston, President

PLAN OF MERGER

(Non Subsidiaries)

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

First: The name and jurisdiction of the surviving corporation is:

Name

Jurisdiction

UltraClenz Corporation

Florida

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

Name

Jurisdiction

UltraClenz Corporation

Massachusetts

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

The Massachusetts corporation shall merge into the Florida corporation, with the Florida corporation surviving. The Florida corporation shall succeed to all of the assets and liabilities of the Massachusetts corporation.

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:

Every 20 shares of Common Stock, no par value, of the Massachusetts corporation shall be exchanged for one (1) share of Common Stock, \$0.01 par value, of the Florida corporation.

(Attach additional sheets if necessary)