

V66149

Florida Department of State
Division of Corporations
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MERGER OR SHARE EXCHANGE
Williams Automation and Controls, Inc.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF MERGER
OF
WILLIAMS AUTOMATION AND CONTROLS, INC.
AND GULF STATES AUTOMATION, INC.**

PURSUANT TO THE PROVISIONS of Section 607.1105, *Florida Statutes*, these Articles of Merger are entered into and adopted by and between **WILLIAMS AUTOMATION AND CONTROLS, INC.**, a Florida corporation (Florida document number V66149) (hereinafter "WAC"), and **GULF STATES AUTOMATION, INC.**, a Florida corporation (Florida document number P13000095818) (hereinafter "GSA"), for the purpose of merging them into one of such entities,

1. WAC and GSA have adopted the attached Plan of Merger.
2. The surviving entity shall be WILLIAMS AUTOMATION AND CONTROLS, INC., which is a Florida corporation. *V66149*
3. Effective as of the date of merger, the Articles of Incorporation of WAC, the surviving corporation, will be amended to change the name of WAC to Gulf States Automation, Inc.
4. The Plan of Merger was adopted by WAC and GSA pursuant to Section 607.1103, *Florida Statutes*, and in accordance with the Bylaws of WAC and GSA.
5. The Plan of Merger was adopted on March 24, 2014 by action taken by unanimous written consent of the stockholders and directors of WAC.
6. The Plan of Merger was adopted on March 24, 2014 by action taken by unanimous written consent of the stockholders and directors of GSA.
7. The merger is effective for accounting purposes and all other purposes on March 31, 2014.

Dated on the dates set forth below.

[SIGNATURE PAGE FOLLOWS]

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CLARK PARTINGTON HART Fax:8504348457

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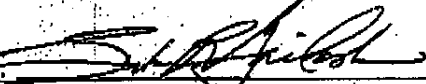
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TALLAHASSEE, FLORIDA

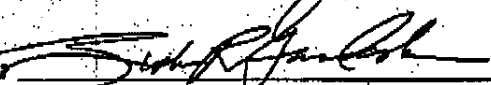
WILLIAMS AUTOMATION AND CONTROLS, INC.

By: 

Stephen R. Gaidosh, President

Date: March 24, 2014

GULF STATES AUTOMATION, INC.

By: 

Stephen R. Gaidosh, President

Date: March 24, 2014

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*Signature Page for Articles of Merger between
Williams Automation and Controls, Inc. and
Gulf States Automation, Inc.*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLAN OF MERGER

THIS IS A PLAN OF MERGER entered into by and between **WILLIAMS AUTOMATION AND CONTROLS, INC.**, a Florida corporation (Florida document number V66149) (hereinafter "WAC"), and **GULF STATES AUTOMATION, INC.**, a Florida corporation (Florida document number P13000095818) (hereinafter "GSA").

S T I P U L A T I O N S:

A. WAC is a corporation organized and existing under the laws of the State of Florida. Stephen R. Gaidosh, Paul D. Wilson, William H. Busby, III and Lisa M. Cox are all of the stockholders and directors of WAC.

B. GSA is a corporation organized and existing under the laws of the State of Florida. Stephen R. Gaidosh, Paul D. Wilson, William H. Busby, III and Lisa M. Cox are all of the stockholders and directors of GSA.

C. The stockholders and directors of WAC and GSA believe it desirable and in the best interest of WAC and GSA that GSA be merged with and into WAC pursuant to the provisions of Section 607.1101, *Florida Statutes*, with WAC being the surviving entity.

IN CONSIDERATION OF THE MUTUAL COVENANTS AND SUBJECT TO THE TERMS AND CONDITIONS HEREINAFTER SET FORTH, WAC AND GSA AGREE AS FOLLOWS:

Section 1. Merger. GSA shall merge with and into WAC, and WAC shall be the surviving entity. As of the effective date of the merger, the Articles of Incorporation shall be amended to change the name of WAC to Gulf States Automation, Inc.

Section 2. Terms and Conditions. On the effective date of the merger, the separate existence of GSA shall cease, and WAC shall succeed to all of the rights, privileges, immunities, franchises, and all of the property, real, personal, and mixed of GSA without the necessity for any separate transfer. WAC shall thereafter be responsible for all of the liabilities and obligations of GSA, and neither the rights of creditors nor any liens on the property of GSA shall be impaired by the merger.

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Section 3. Conversion of Stock Ownership Interests in GSA to Stock Ownership Interests in WAC. Because the parties desire to maintain the current stock ownership of WAC after the merger, no additional shares of stock in WAC will be issued as a result of the merger.

Section 4. Changes in Articles of Incorporation of WAC. The current Articles of Incorporation of WAC, the surviving entity, shall continue to be its Articles of Incorporation following the merger, except that as of the effective date of the merger the Articles of Incorporation of WAC shall be amended to change the name of WAC to Gulf States Automation, Inc.

Section 5. Changes in Bylaws of WAC. The current Bylaws of WAC shall continue to be its Bylaws following the merger unless and until revised in accordance with the Articles of Incorporation and the Bylaws of WAC.

Section 6. Officers and Directors of WAC. The officers and directors of WAC, the surviving corporation, as of the effective date of merger, shall be as follows:

Stephen R. Galdosh	President/Director
Paul D. Wilson	Vice President/Director
William H. Busby, III	Vice President/Director
Lisa M. Cox	Vice President/Secretary/Treasurer/Director

Section 7. Effective Date of Merger. The effective date of the merger shall be March 31, 2014.

Section 8. Execution of Agreement. This Plan of Merger may be executed in any number of counterparts, and each counterpart shall constitute an original instrument.

Dated on the dates set forth below.

[SIGNATURE PAGE FOLLOWS]

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CLARK PARTINGTON HART Fax: 8504348457

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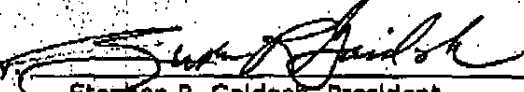
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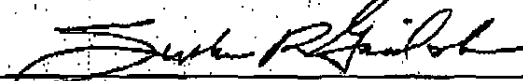
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WILLIAMS AUTOMATION AND CONTROLS, INC.

By: 
Stephen R. Galdosh, President

Date: March 24, 2014

GULF STATES AUTOMATION, INC.

By: 
Stephen R. Galdosh, President

Date: March 24, 2014

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*Signature Page for Plan of Merger between
Williams Automation and Controls, Inc. and
Gulf States Automation, Inc.*