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Elaine F. Marshall
North Carolina Secretary of State

C O M M O N W E A L T H O F P E N N S Y L V A N I A

D E P A R T M E N T O F S T A T E

FEBRUARY 29, 2000

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

NATIONAL FOAM, INC.

I, Kim Pizzingrilli, Secretary of the Commonwealth of
Pennsylvania do hereby certify that the foregoing and annexed is a true
and correct photocopy of Articles of Merger

which appear of record in this department



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.

Kim Pizzingrilli

Secretary of the Commonwealth

CFEN

20 084 9091

Microfilm Number

RETURN TO:
CSC

Filed with the Department of State on

FEB 29 2000

Entity Number 963161

Secretary of the Commonwealth

ARTICLES OF MERGER-DOMESTIC BUSINESS CORPORATION

DSCB:15-1926 (Rev 90)

In compliance with the requirements of 15 Pa.C.S. § 1926 (relating to articles of merger or consolidation), the undersigned business corporations, desiring to effect a merger, hereby state that:

1. The name of the corporation surviving the merger is: National Foam, Inc.

2. (Check and complete one of the following):

☒ The surviving corporation is a domestic business corporation and the ~~(a) address of its current registered office in this Commonwealth or (b) name~~ of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) _____
Number and Street City State Zip County

(b) c/o: Corporation Service Company Dauphin
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

_____ The surviving corporation is a qualified foreign business corporation incorporated under the laws of _____ and the (a) **address** of its current registered office in this Commonwealth or (b) **name** of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) _____
Number and Street City State Zip County

(b) c/o: _____
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

_____ The surviving corporation is a nonqualified foreign business corporation incorporated under the laws of _____ and the address of its principal office under the laws of such domiciliary jurisdiction is:

Number and Street City State Zip

3. The **name** and the **address** of the registered office in this Commonwealth or **name** of its commercial registered office provider and the county of venue of each other domestic business corporation and qualified foreign business corporation which is a party to the plan of merger are as follows:

Name of Corporation	Address of Registered Office or Name of Commercial Registered Office Provider	County
-NONE-		

THIS IS A TRUE COPY OF
THE ORIGINAL SIGNED
DOCUMENT FILED WITH
THE DEPARTMENT OF STATE

4. (Check, and if appropriate complete, one of the following):

☒ The plan of merger shall be effective upon filing these Articles of Merger in the Department of State.

☐ The plan of merger shall be effective on: _____ at _____
Date Hour

5. The manner in which the plan of merger was adopted by each domestic corporation is as follows:

Name of Corporation

Manner of Adoption

National Foam, inc. Adopted by the directors and shareholders
Pursuant to 15 Pa. C.S. Section 1924 (a)

6. (Strike out this paragraph if no foreign corporation is a party to the merger). The plan was authorized, adopted or approved, as the case may be, by the foreign business corporation (or each of the foreign business corporations) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated.

7. (Check, and if appropriate complete, one of the following):

☒ The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

☐ Pursuant to 15 Pa.C.S. § 1901 (relating to omission of certain provisions from filed plans) the provisions, if any, of the plan of merger that amend or constitute the operative Articles of Incorporation of the surviving corporation as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a part hereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation, the address of which is:

Number and Street City State Zip County

IN TESTIMONY WHEREOF, the undersigned corporation or each undersigned corporation has caused these Articles of Merger to be signed by a duly authorized officer thereof this 22nd day of February, ~~199~~ 2000

AFAC Inc.

(Name of Corporation)

BY: [Signature]
(Signature)

TITLE: John F. Hannon, President

NATIONAL FOAM, INC.

(Name of Corporation)

BY: [Signature]
(Signature)

TITLE: John F. Hannon, Secretary

PLAN AND AGREEMENT OF MERGER OF

AFAC INC.

(a Delaware corporation)

AND

NATIONAL FOAM, INC.

(a Pennsylvania corporation)

PLAN AND AGREEMENT OF MERGER entered into as of February 22, 2000, by AFAC INC., a business corporation of the State of Delaware ("AFAC"), and approved by resolutions adopted by its Board of Directors on said date, and entered into as of February 22, 2000, by NATIONAL FOAM, INC., a business corporation of the Commonwealth of Pennsylvania ("National Foam") which is subject to the provisions of the Business Corporation Law of 1988 of the Commonwealth of Pennsylvania, and approved by resolutions adopted by its Board of Directors on said date.

1. AFAC and National Foam shall, pursuant to the provisions of the General Corporation Law of the State of Delaware and to the provisions of the Business Corporation Law of 1988 of the Commonwealth of Pennsylvania, be merged with and into a single corporation, to wit, National Foam, which shall be the surviving corporation from and after the effective time of the merger and which is sometimes hereinafter referred to as the "surviving corporation," and which shall continue to exist as said surviving corporation under its present name pursuant to the provisions of the Business Corporation Law of 1988 of the Commonwealth of Pennsylvania. The separate existence of AFAC, which is sometimes hereinafter referred to as the "terminating corporation," shall cease at said effective time in accordance with the provisions of the General Corporation Law of the State of Delaware.

2. From and after the effective time of the merger, all of the estate, property, rights, privileges, powers and franchises of AFAC shall become vested in and be held by National Foam as fully and entirely and without change or diminution as the same were before held and enjoyed by AFAC, and National Foam shall assume all of the obligations of AFAC.

3. The Articles of Incorporation of the surviving corporation as the same shall be in force and effect at the effective time of the merger in the Commonwealth of Pennsylvania shall be the Articles of Incorporation of said surviving corporation and said Articles of Incorporation shall continue in full force and effect until amended and changed in the manner prescribed by the Business Corporation Law of 1988 of the Commonwealth of Pennsylvania.

4. The bylaws of the surviving corporation as the same shall be in force and effect at the effective time of the merger will be the bylaws of said surviving corporation and will continue in full force and effect until changed, altered or amended as therein provided and in the manner

prescribed by the provisions of the Business Corporation Law of 1988 of the Commonwealth of Pennsylvania.

5. The directors and officers in office of the surviving corporation at the effective time of the merger shall continue to be the members of the Board of Directors and the officers of the surviving corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.

6. At the effective time of the merger, each issued and outstanding share of AFAC shall not be converted into any shares of National Foam and shall not be exchanged for any other stock, securities, cash, property or rights of any kind, but shall be canceled. The issued and outstanding shares of National Foam shall not be converted or exchanged in any manner, but each said share which is issued and outstanding as of the effective time of the merger shall continue to represent one issued share of National Foam.

7. From and after the effective time of the merger, the assets and liabilities of AFAC and of National Foam shall be entered on the books of National Foam at the amounts at which they shall be carried at such time on the respective books of AFAC and of National Foam, subject to such inter-corporate adjustments or eliminations, if any, as may be required to give effect to the merger.

8. The Plan and Agreement of Merger herein made and approved shall be submitted to the shareholders of the terminating corporation and to the shareholders of the surviving corporation for their approval or rejection in the manner prescribed by the provisions of the General Corporation Law of the State of Delaware and the provisions of the Business Corporation Law of 1988 of the Commonwealth of Pennsylvania.

9. In the event that this Plan and Agreement of Merger shall have been fully approved and adopted upon behalf of the terminating corporation in accordance with the provisions of the General Corporation Law of the State of Delaware and upon behalf of the surviving corporation in accordance with the provisions of the Business Corporation Law of 1988 of the Commonwealth of Pennsylvania, the said corporations agree that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Delaware and by the laws of the Commonwealth of Pennsylvania, and that they will cause to be performed all necessary acts within the State of Delaware and the Commonwealth of Pennsylvania and elsewhere to effectuate the merger herein provided for.

10. The Board of Directors and the proper officers of the terminating corporation and of the surviving corporation are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file and/or record any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan and Agreement of Merger or of the merger herein provided for (including without limitation a Certificate of Merger under the General Corporation Law of the State of Delaware and Articles of Merger under the Business Corporation Law of 1988 of the Commonwealth of Pennsylvania).