ARTICLES OF MERGER 29HBRE EXCHANGE

State Form 39036 (R / 12-87)

Provided by Evan Bayh, Secretary of State of Indiana

Approved by State Board of Accounts, 1988

Present Original and One Copy - Uso 81/2" x 11" paper for inserts.

FILING FEE: \$90.00

Indiana Code 23-1-40-1 et. seq.

Secretary of State State Hodse

Corporations Division

Room 155

Indianapolis, Indiana 46204 (317) 232-6576

PHEASANT VALLEY CORPORATION, an Indiana corporation APPROVED FILED INTO PHEASANT VALLEY CORPORATION, an Indiana corporation In accordance with the requirements of the Indiana Business Corporation Law, the undersigned corporation desiring to effect a merge share exchange, sel forth the following facists to the Indiana Business Corporation Law, the undersigned corporation desiring to effect a merge share exchange, sel forth the following facists to the Property of ECTION 1: The name of the corporation surviving the merger is: Pheasant Valley Corporation a. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Act Incorporated on September 23, 1981 b. The surviving corporation is a domestic corporation incorporated under the law of the Citation in Indiana. The surviving corporation is a foreign corporation incorporated under the business in Indiana. If the surviving expension is a foreign corporation in Indiana indiana, state of Incorporation and date of Incorporation and Indiana qualified to reign corporation and date of Incorporation or admitsion, depending on the Indiana December 21, 1983 Date of Incorporation or qualification in Indiana ame of Corporation Indiana Date of Incorporation or qualification in Indiana ame of Corporation Indiana Date of Incorporation or qualification in Indiana ame of Corporation Indiana Date of Incorporation or qualification in Indiana ame of Corporation Date of Incorporation or qualification in Indiana ame of Corporation Date of Incorporation or qualification in Indiana ame of Corporation		ANTIOLES OF MER	RGER / SHARE EXCHANGE OF	
PHEASANT VALLEY CORPORATION, an Indiana corporation accordance with the requirements of the Indiana Business Corporation Law, the undersigned corporations dealing to effect a merge share exchange, set forth the following facts: ARTICLE I - SURVIVING CORPORATION ECTION I: The name of the corporation surviving the merger is: Pheasant Valley Corporation a. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Act Incorporated on September 23, 1914 ACCEPTANCE FOR TAXATION SUBJECT TO b. The surviving corporation is a foreign corporation incorporated under the laws of the Corporation is a foreign corporation incorporated under the laws of the Corporation is a foreign corporation incorporated under the laws of the Corporation is a foreign corporation incorporated under the laws of the Corporation is a foreign corporation incorporated under the laws of the Corporation is a foreign corporation in additional foreign corporation is a foreign corporation in a foreign corporation is a foreign corporation in additional foreign corporation and date of incorporation and date of incorporation and date of incorporation or date of incorporation in additional foreign corporation, other than the survivor, which is party to the merger are as follows: ARTICLE II - MERGING CORPORATIONS) The name, state of incorporation and date of incorporation or qualification in Indiana and of Corporation Naum Realty Corp. Late of Domicile Date of Incorporation or qualification in Indiana December 21, 1983 ame of Corporation Date of Incorporation or qualification in Indiana December 21, 1983		NAUM REALTY CORP.,	- -	
PHEASANT VALLEY CORPORATION, an Indiana corporation In accordance with the requirements of the Indiana Business Corporation Law, the undersigned corporations desiring to effect a merge share exchange, set forth the following factors. ARTICLE I. SURVIVING CORPORATION The name of the corporation surviving the merger is: Pheasant Valley Corporation a. The surviving corporation is a domestic corporation existing purguant to the provisions of the Act Incorporation is a domestic corporation existing purguant to the provisions of the Act Incorporated on September 23, 1981 B. The surviving doporation is a domestic corporation existing purguant to the law of the Cheer of the Act Incorporation in the admission is used the set of the Act Incorporation in the Act Incorporation is used the set of the Act Incorporation in the Act Incorporation is used the set of the Act Incorporation is used the set of the Act of the Act Incorporation is used the set of the Act Incorporation is used the set of the Act of				FILED
PHEASANT VALLEY CORPORATION, an Indiana Corporation in accordance with the requirements of the Indiana Business Corporation Law, the undersigned corporations desiring to effect a merge share exchange, set forth the following facts: Comment				CEUREIANT OF SIMIL
ARTICLE II. MERGING CORPORATIONS The name, state of incorporation and date of incorporation of designate which) to the provision and date of incorporation of designate which and and date of incorporation of designate which and and date of incorporation of the action of corporation and date of incorporation of designate which and and date of incorporation of designate which and the design approval of the provisions of the act incorporated on the least of the design approval of the provisions of the act incorporated on the least of the design approval of the provisions of the action of the design approval of the provisions of the design approval of the design		PHEASANT VALLEY CORPORA	MANIMENT 18	ntion
ARTICLE II. MERGING CORPORATIONS The name, state of incorporation and date of incorporation of designate qualification and indiana-qualified to reign corporation, other than the survivor, which is party to the merger are as follows: ARTICLE II. MERGING CORPORATIONS: The name, state of incorporation and date of incorporation or qualification in indiana dame of Corporation. ARTICLE II. MERGING CORPORATIONS: The name, state of incorporation, other than the survivor, which is party to the merger are as follows: Indiana qualified to reign corporation, other than the survivor, which is party to the merger are as follows: Indiana land of Corporation Naum Realty Corp. Date of incorporation or qualification in indiana and and of Corporation. Date of incorporation or qualification in indiana and indiana and indiana qualified to reign corporation. Naum Realty Corp. Date of incorporation or qualification in indiana and and of Corporation. Date of incorporation or qualification in indiana. December 21, 1983				
ARTICLE I - SURVIVING CORPORATION The name of the corporation surviving the merger is: Pheasant Valley Corporation (designate which) been changed as a result of the merger. SECTION 2: (Strike inapplicable section) a. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Act Incorporated on September 23, 1981 b. The surviving corporation is a foreign corporation incorporated under the laws of the Status of the Stat	In accordance	with the requirements of the indiana Business Co	rporation Law, the undersigned corp	orations desiring to effect a merge
Pheasant Valley Corporation (designate which) been changed as a result of the merger. SECTION 2: (Strike inapplicable section) a. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Act Incorporated on September 23, 1980 b. The surviving corporation is a domestic september 23, 1980 The surviving corporation is a domestic september 23, 1980 The surviving corporation is a domestic september 23, 1980 The surviving corporation is a domestic september 23, 1980 The surviving corporation is a domestic september 24, 1980 The surviving corporation is a domestic september 25, 1980 The surviving corporation is a domestic september 25, 1980 The surviving corporation is a domestic september 25, 1980 The surviving corporation is a domestic september 25, 1980 The surviving corporation is a domestic september 25, 1980 The surviving corporation is a domestic september 25, 1980 The surviving corporation is a domestic september 25, 1980 The surviving corporation of include an admission is surviving the surviving corporation and date of incorporation or admission, respectively, of each indiana domestic corporation and indiana-qualified to reign corporation, other than the survivor, which is party to the merger are as follows: Nature of Corporation Nature Realty Corp. Date of incorporation or qualification in Indiana December 21, 1983 Date of incorporation or qualification in Indiana December 21, 1983	share exchange			
The name of the corporation surviving the merger is: Pheasant Valley Corporation (designate which) been changed as a result of the merger. SECTION 2: (Strike inapplicable section) a. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Act Incorporated on September 23, 1981 b. The surviving corporation is a foreign corporation incorporated under the laws of the Stein of section in the first the surviving corporation is a foreign corporation in surpersed under the which) to do business in Indiana, the detect of existing corporation is surviving corporation for demission in the first the surviving corporation is sufficiently surviving design corporation does not intend to transact business in Indiana. ARTICLE II. MERGING CORPORATIONS: The name, state of incorporation and date of incorporation or admission, respectively, of each indiana domestic corporation name of Corporation Naum Realty Corp. Date of incorporation or qualification in Indiana Indiana Indiana Indiana December 21, 1983		ARTICLE I - SU	RVIVING CORPORATION COM	der!
Pheasant Valley Corporation (designate which) been changed as a result of the merger. SECTION 2: (Strike Inapplicable section) a. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Act Incorporated on September 23, 1981 b. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Act Incorporated on September 23, 1981 b. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Act Incorporated on September 23, 1981 MAR 15 2000 MAR 15 2000 MAR 15 2000 PETER BENJAMIN Lindiana. ARTICLE II. MERGING CORPORATION(S) The name, state of incorporation and date of incorporation or admission, respectively, of each indiana domestic corporation and indiana-qualified loreign corporation, other than the survivor, which is party to the merger are as follows: Naum Realty Corp. State of Domicile Date of Incorporation or qualification in Indiana December 21, 1983 Name of Corporation Date of Incorporation or qualification in Indiana Name of Corporation	SECTION I:	A to a the second to	~	
ARTICLE II - MERGING CORPORATIONS) ARTICLE II - MERGING CORPORATIONS The name, state of incorporation and date of incorporation or qualification in Indiana Indiana ARTICLE II - MERGING CORPORATIONS) ARTICLE II - MERGING CORPORATIONS The name, state of incorporation, other than the survivor, which is party to the merger are as follows: Name of Corporation Naum Realty Corp. Section 2: (Strike inapplicable section) a. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Act Incorporation in existing pursuant to the provisions of the Act Incorporation in existing pursuant to the provisions of the Act Incorporation in existing pursuant to the provision of TRANSFER. MAR 15 2000 PETER BENJAMIN ARTICLE II - MERGING CORPORATION(S) The name, state of incorporation and date of incorporation or admission, respectively, of each indiana domestic corporation Naum Realty Corp. State of Domicile Indiana December 21, 1983 Date of incorporation or qualification in Indiana December 21, 1983	The name			
SECTION 2: (Strike inapplicable section) a. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Act Incorporated on September 23, 1981 to the provisions of the Act Incorporated on September 23, 1981 to the provisions of the Act Incorporated on September 23, 1981 to the provisions of the Act Incorporated on September 23, 1981 to the provisions of the Act Incorporation is a foreign serperation incorporated under the tawn of the State of the Act Incorporation is a foreign serperation in Indiana. If the surviving serperation is surviving serperation is filled sense and admitted (accignate the provision of Application is filled sense and indianal indianal department). ARTICLE II. MERGING CORPORATION(S) The name, state of incorporation and date of incorporation or admission, (sapectively, of each indiana domestic corporation and indiana-qualified toreign corporation, other than the survivor, which is party to the merger are as follows: Name of Corporation Naum Realty Corp. State of Domicile Date of incorporation or qualification in Indiana December 21, 1983 Name of Corporation Date of incorporation or qualification in Indiana Name of Corporation		Pheasant Valley Corporation		
a. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Act Incorporated on September 23, 1981 b. The surviving corporation is a foreign corporation incorporated under the law of the State of minish to do business in Indiana. If the carriving corporation is a foreign corporation is a foreign corporation in admitted (docignate which) to do business in Indiana. If the carriving corporation is a foreign corporation in Indiana in Indiana, if the carriving corporation is a foreign corporation in Indiana. ARTICLE II - MERGING CORPORATION(S) The name, state of incorporation and date of incorporation or admitssion, respectively, of each Indiana domestic corporation Naum Realty Corp. State of Domicile Date of incorporation or qualification in Indiana December 21, 1983 Date of incorporation or qualification in Indiana Name of Corporation Date of incorporation or qualification in Indiana Name of Corporation Date of incorporation or qualification in Indiana Name of Corporation	(designat	e which) been changed as a result of the merger.		and such name has / has not
a. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Act Incorporated on September 23, 1981 b. The surviving corporation is a foreign sorporation incorporated under the laws of the State of and admitted not admitted foreign sorporation is admitted for admitted foreign sorporation in the surviving sorporation is admitted for admitted f	ECTION 2: (Stri	ike Inapplicable section)	Duly	
b. The surviving corporation is a foreign corporation incorporated under the laws of the State of	a.	The surviving corporation is a domestic corporat	tion existing pursuant to the FINAL A	NTERED FOR TAXATION SUBJECT TO
laws of the State of and admitted / not admitted (docignate which) to do business in Indiana. If the surviving corporation is qualified to do business in Indiana, or total the date of admission is qualified to do business in Indiana, or Admission is filled consurrently hardwith, etals (1/2) PETER BENJAMIN (MAR 2000)		provisions of the Act Incorporated on Septe	mber 23, 1901	CEPTANCE FOR TRANSFER
DETER BENJAMIN PETER BENJAMIN PETER BENJAMIN ARTICLE II - MERGING CORPORATION(S) The name, state of incorporation and date of incorporation or admission, respectively, of each indiana domestic corporation and indiana-qualified ioreign corporation, other than the survivor, which is party to the merger are as follows: Naum Realty Corp. State of Domicile Indiana December 21, 1983 Date of Incorporation or qualification in Indiana December 21, 1983	b		tion incorporated arraor tire	
DETER BENJAMIN PETER BENJAMIN PETER BENJAMIN ARTICLE II - Merging Corporation or admission, respectively, of each indiana domestic corporation and indiana-qualified ioreign corporation, other than the survivor, which is party to the merger are as follows: Naum Realty Corp. Date of Incorporation or qualification in Indiana Name of Corporation Date of Incorporation or qualification in Indiana December 21, 1983 Date of Incorporation or qualification in Indiana December 21, 1983				MAR 15 2000
ARTICLE II. MERGING CORPORATION(S) The name, state of incorporation and date of incorporation or admission, respectively, of each indiana domestic corporation and indiana-qualified toreign corporation, other than the survivor, which is party to the merger are as follows: Naum Realty Corp. State of Domicile Indiana December 21, 1983 Date of Incorporation or qualification in Indiana December 21, 1983		_	ALOEK'S O'S	
ARTICLE II - MERGING CORPORATION(S) The name, state of incorporation and date of incorporation or admission, respectively, of each indiana domestic corporation and indiana-qualified ioreign corporation, other than the survivor, which is party to the merger are as follows: Name of Corporation Naum Realty Corp. State of Domicile Indiana December 21, 1983 Date of incorporation or qualification in indiana December 21, 1983 Name of Corporation		(If Application for Admission is filed concurre	neth-karawith, atata "Usan-P	ETER BENJAMA
ARTICLE II - MERGING CORPORATION(S) The name, state of incorporation and date of incorporation or admission, respectively, of each indiana domestic corporation and indiana-qualified toreign corporation, other than the survivor, which is party to the merger are as follows: Naum Realty Corp. State of Domicile Indiana Name of Corporation Date of incorporation or qualification in Indiana December 21, 1983 Name of Corporation Date of incorporation or qualification in Indiana December 21, 1983	_		LAKE	COUNTY AUDITOR
The name, state of incorporation and date of incorporation or admission, respectively, of each indiana domestic corporation and indiana-qualified ioreign corporation, other than the survivor, which is party to the merger are as follows: Iame of Corporation Naum Realty Corp. State of Domicile Indiana December 21, 1983 State of Domicile Date of incorporation or qualification in indiana December 21, 1983 State of Domicile Date of incorporation or qualification in indiana State of Corporation	C		and to transcer ousiness in	HOLION
The name, state of incorporation and date of incorporation or admission, respectively, of each indiana domestic corporation and indiana-qualified ioreign corporation, other than the survivor, which is party to the merger are as follows: Iame of Corporation Naum Realty Corp. State of Domicile Indiana December 21, 1983 State of Domicile Date of incorporation or qualification in indiana December 21, 1983 State of Domicile Date of incorporation or qualification in indiana State of Corporation				
Indiana-qualified toreign corporation, other than the survivor, which is party to the merger are as follows: Iame of Corporation Naum Realty Corp. Itate of Domicile Indiana December 21, 1983 Itate of Domicile Date of Incorporation or qualification in Indiana December 21, 1983		ARTICLE II · ME	RGING CORPORATION(S)	
Naum Realty Corp. State of Domicile Indiana Indiana December 21, 1983 State of Domicile Date of Incorporation or qualification in Indiana December 21, 1983 Date of Incorporation or qualification in Indiana December 21, 1983	The name	e, state of incorporation and date of incorporation	or admission, respectively, of each in	diana domestic corporation and
Naum Realty Corp. State of Domicile Indiana December 21, 1983 State of Domicile Date of Incorporation or qualification in Indiana December 21, 1983 Date of Incorporation or qualification in Indiana State of Domicile Date of Incorporation or qualification in Indiana	Indiana-q	ualified toreign corporation, other than the survivo	or, which is party to the merger are as	follows:
Indiana Indiana December 21, 1983 State of Domicile Date of Incorporation or qualification in Indiana December 21, 1983 Date of Incorporation or qualification in Indiana Date of Incorporation or qualification in Indiana Name of Corporation	•		/	
Indiana December 21, 1983 Name of Corporation Date of Incorporation or qualification in Indiana Name of Corporation		ealty Corp.	I Date of Leaves and the control of	
Name of Corporation Date of Incorporation or qualification in Indiana Name of Corporation		_		
State of Domicile Date of Incorporation or qualification in Indiana Name of Corporation			Decame 217	
Name of Corporation	vame or Corporati	on .		
	State of Domicile		Date of Incorporation or qualific	cation in Indiana
State of Domicile Date of Incorporation or qualification in Indiana	Name of Corporati	on		
1	State of Domicile		Date of Incorporation or qualification	cation in Indiana
				0.4.0.40.1.1
ARTICLE III - PLAN OF MERGER OR SHARE EXCHANGE The Plan of Merger or Share Exchange, containing such information as required by Indiana Code 23-1-40-1(b), is set forth in "Exhibit	The Plan	of Merger or Share Exchange, containing such info	rmation as required by Indiana Code 2	J-1-4U-1(D), is set forth in "Exhibit

61105

Lucas Molama Medica

A", attached hereto and made apart hereof.

	ARTICLE IV - MANNER OF ADOPTION AND VO	TE (by S	urviving	corpora	1¢10v)		
SECTION 11	Shareholder vote not required.	,			•		
The marger I share suchange was adopted by the incorporators or board of							
	directors without chareholder action and chareholder action was not -required.						
SECTION 2:	Vote of shareholders			· · · · · · · · · · · · · · · · · · ·	·		
	The designation (i.e., common, preferred and any classification where dif-						
	ferent classes of stock exist), number of outstanding shares, number of						
	votes entitled to be last by each voting group entitled to vote seperately on						
	the merger / share exchange and the number of votes of each voting group						
	represented at the meeting is set forth below:	TOTAL	A	В	С		
	•	TOTAL					
DESIGNATIO	N OF EACH VOTING GROUP		Common				
NUMBER OF	OUTSTANDING SHARES	1000	1000				
NUMBER OF	VOTES ENTITLED TO BE CAST	1000	1000				
NUMBER OF	VOTES REPRESENTED AT MEETING	1000	1000				
SHARES VOT	ED IN FAVOR	1000	1000				
SHARES VOT	TED AGAINST	ronem	y -0-				
SECTION 3:	Written sensent executed on the Lake County Ked	corde	r!				
	and signed by all mombers.						
CEOTION 4	Action by Domestic Merging Corporation (Strike inapplicable section) Shareholder vote not required.						
SE OTION 11	The merger / share exchange was adopted by the incorporators or board of						
	directors without chareholder estion and shareholder estion was not						
	-tequired-						
SECTION 2:	Vote of Shareholders. The designation (i.e. common, preferred or any classification whre different classes of stock exists), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote seperately on the merger I share exchange and the number of votes of each voting group						
	represented at the meeting set forth below.	TOTAL	1 A L				
		TOTAL	A	В	С		
DESIGNATIO	N OF EACH VOTING GROUP		Common		ł		
NUMBER OF	OUTSTANDING SHARES	1000	1000				
NUMBER OF	VOTES ENTITLED TO BE CAST	1000	1000				
NUMBER OF	VOTES REPRESENTED AT MEETING	953	953				
SHARES VO	TED IN FAVOR	953	953				
	TED AGAINST	-0-	-0-				
Attach addi	tional signature line(s) if necessary. If applicable note the total number of insert p	ages at the	pottom of pa	ge one.			
In Witness V	Whereof, the undersigned being the President of Pheasant Valley	y Corpor	ation,				
executes the	ase Agricles of Merger / Share Exchange and verifies, subject to penalties of perjured day of	y that the st	atements con	tained here	in are true,		
Signature /	Printed Name		 				
Signature (.)	llegra C. Naum Allegra C	. Naum					
	V						

.

0

.

the second production of the second

Laborate Company and the company of the company of

ŧ

PLAN OF MERGER

THIS PLAN OF MERGER, adopted and approved this 25^{n} day of December, 1992, by and between Pheasant Valley Corporation, an Indiana corporation, (hereinafter called "Surviving Corporation"), and Naum Realty Corp., an Indiana corporation (hereinafter called "Merging Corporation").

WITNESSETH

WHEREAS, the Surviving Corporation has 1,000 shares of This Document is the property of common capital stock authorized with 1,000 shares issued and outstanding and with the following being the shareholders together with the number of shares held by each:

Allegra C. Naum 900 shares
Kevin P. Naum 100 shares

and;

WHEREAS, the Merging Corporation has 1,000 shares of common capital stock authorized with 1,000 shares issued and outstanding and with the following being the shareholders together with the number of shares held by each:

Cora Sue Jerling	47 shares
Deborah Kelly	47 shares
Pamela Faris	47 shares
Kevin P. Naum	47 shares
Robin Fraley	47 shares
Karen Naum	47 shares
Allegra C. Naum	718 shares

and;

WHEREAS, the Surviving Corporation and the Merging Corporation desire to merge pursuant to Chapter 40 of the Indiana Business Corporation Law, with such merger being a Type A reorganization pursuant to Section 368 (a) (l) (A) of the Internal Revenue Code;

NOW, THEREFORE, the Surviving Corporation and the Merging Corporation do hereby adopt and approve this Plan of Merger upon the following terms and conditions:

The Merging Corporation (Naum Realty Corp.) shall be merged with and into the Surviving Corporation (Pheasant Valley Corporation). The name of the Surviving Corporation shall be Pheasant Valley Corporation. Upon the effective date of the merger, the separate corporate existence of the Merging Corporation shall cease, and the Surviving Corporation shall become the owner, without other transfer, of all the rights, privileges, real property, personal property and all other assets of the Merging Corporation, and the Surviving Corporation shall become liable for all the debts and liabilities of the Merging Corporation in the same manner as if the Surviving Corporation had itself incurred said debts and liabilities. All rights of creditors and all liens on the property (both real and personal) of each constituent corporation shall be presumed unimpaired, limited in lien to the property (both real and

personal) affected by the liens immediately prior to the merger.

- 2. The registered principal office of the Surviving Corporation shall be the existing registered principal office of the Surviving Corporation following the merger. The registered resident agent of the Surviving Corporation shall be the existing registered resident agent of the Surviving Corporation following the merger.
- 3. The nature of the business and the objects and purposes proposed to be transacted, promoted, and carried on by the Surviving Corporation following the merger shall be those as stated in its Articles of Incorporation, as amended under paragraph 4 of this Plan of Merger.
- 4. Section 1 of Article V of the Articles of Incorporation of the Surviving Corporation is amended to provide as follows:

"Section 1. Number of Shares:

The total number of shares which the Corporation is to have authority to issue is 5,000.

- A. The number of authorized shares which the corporation designates as having par value is none.
- B. The number of authorized shares which the corporation designates as without par value is 5,000."

The present Articles of Incorporation of the Surviving Corporation, as amended above, shall be the Articles of Incorporation of the Surviving Corporation on the effective date of the merger.

- 5. The present By-Laws of the Surviving Corporation, insofar as they are not inconsistent with this Plan of Merger, shall continue in full force and effect following the merger, until subsequently altered, amended, or repealed as therein provided.
- 6. The existing directors and officers of the Surviving Corporation shall continue in that capacity until the next annual meeting of the shareholders and directors of the Surviving Corporation following the merger.
- 7. Prior to the effective date of the merger neither the Merging Corporation or the Surviving Corporation shall engage in any activity or transaction other than in the ordinary course of business, except as contemplated by this Plan of Merger.
- 8. The Merging Corporation (Naum Realty Corp.)
 presently has 1,000 shares of its common capital stock
 issued and outstanding, which are owned by the shareholders
 in the amounts as set forth above in the recitals to this
 Plan of Merger. Promptly after the effective date of the
 merger each 47 shares of said stock which is issued and
 outstanding shall be surrendered by said shareholders and
 converted into 180 shares of the common capital stock of the

Surviving Corporation (Pheasant Valley Corporation).

Therefore, upon the surrender of their said shares in the Merging Corporation on the effective date of the merger, the shareholders of the Merging Corporation shall have their said shares converted into and they shall receive newly issued shares of the common capital stock of the Surviving Corporation as follows:

Cora Sue Jerling OFFI 180 shares
Deborah Kelly
Pamela Faris Document is the propert
Pamela Faris Lake County Recorder
Robin Fraley

180 shares
Karen Naum

180 shares
Kevin P. Naum

180 shares
Allegra C. Naum

2,750 shares
Total:
3,830 shares

9. The shareholders of the Surviving Corporation will retain their 1,000 shares of the common capital stock of the Surviving Corporation and will receive the additional shares of the common capital stock of the Surviving Corporation as set forth in paragraph 8 above. Therefore, after the surrender of said shares of the common capital stock of the Merging Corporation and the conversion thereof to shares of the common capital stock of the Surviving Corporation as provided in paragraph 8 above, and after said newly issued shares of the common capital stock of the Surviving Corporation are delivered to the shareholders as provided in

paragraph 8 above, there will be a total of 4,830 shares of the common capital stock of the Surviving Corporation issued and outstanding. Said shares will be held and owned by the following named shareholders in the amounts as indicated:

Deborah Kelly Docume 180 shares

Pamela Faris OT OFF 180 shares

Robin Fraley 180 shares

This Document is the property

Karen Naum the Lake County Recorder!

Kevin P. Naum 280 shares

Allegra C. Naum 3,650 shares

Total: 4,830 shares

- 10. The regularly retained certified public accountants of the Surviving Corporation shall adjust the books and records of the Surviving Corporation so as to give effect to this merger based on applicable tax laws and sound accounting principles as determined by said accountants without further action of the board of directors of the Surviving Corporation.
- 11. This Plan of Merger has been examined and adopted unanimously by all the directors of the board of directors of the Merging Corporation and the Surviving Corporation. This Plan of Merger shall be submitted separately to the shareholders of each of said constituent corporations for their approval. The board of directors of each of said

22 K 🔾

0

constituent corporations have authorized and directed their respective Presidents and Secretaries to execute and then consummate this Plan of Merger in accordance with the provisions of the Indiana Business Corporation Law after approval thereof by the shareholders of each of said corporations.

12. The effective date of the merger provided for herein shall be January 1, 1993.

IN WITNESS WHEREOF, each of the constituent of this Document is the property of corporations which are parties hereto have duly executed this Plan of Merger on the day and year first above written.

NAUM REALTY CORP.

PHEASANT VALLEY CORPORATION

By: Clegra C. Naum, President By:

Allegra C. Naum, President

y: May C. Naum Socratary

Kevin P. Naum, Secretary

William .

Document is NOT OFFICIAL!

This Document is the property of the Lake County Recorder!

STOP



7-24-20, 2/ 922

The Southwest Quarter of the Southeast Quarter; the Northwest Quarter of the Southeast Quarter; the Southeast Quarter of the Southwest Quarter and the South half of the Northeast Quarter of the Southwest Quarter; all in Section 30, Township 34 North Range 8 West of the Second Principal Meridian in Lake County, Indiana.

0

iana.

₹% <u>₹</u>2