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ID Number: 101551



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

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ARTICLES OF MERGER OR CONSOLIDATION INTO

Mesco Corporation

(Insert full name of surviving or new entity on this line.)

SECTION I: TO BE COMPLETED BY ALL MERGING OR CONSOLIDATING ENTITIES

Pursuant to the applicable provisions of the General Laws of Rhode Island, 1956, as amended, the undersigned entities submit the following Articles of [X] Merger or [ ] Consolidation (check one box only) for the purpose of merging or consolidating them into one entity.

a. The name and type (for example, business corporation, non-profit corporation, limited liability company, limited partnership, etc.) of each of the merging or consolidating entities and the state under which each is organized are:

Table with 3 columns: Name of entity, Type of entity, State under which entity is organized. Rows include Mesco Corporation and Mesco Pump Parts, Inc.

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b. The laws of the state under which each entity is organized permit such merger or consolidation.

c. The full name of the surviving or new entity is Mesco Corporation which is to be governed by the laws of the state of RI

d. The attached Plan of Merger or Consolidation was duly authorized, approved, and executed by each entity in the manner prescribed by the laws of the state under which each entity is organized. (Attach Plan of Merger or Consolidation)

e. If the surviving entity's name has been amended via the merger, please state the new name: N/A

f. If the surviving or new entity is to be governed by the laws of a state other than the State of Rhode Island, and such surviving or new entity is not qualified to conduct business in the state of Rhode Island, the entity agrees that it: (i) may be served with process in Rhode Island in any proceeding for the enforcement of any obligation of any domestic entity which is a party to the merger or consolidation; (ii) irrevocably appoints the Secretary of State as its agent to accept service of process in any action, suit, or proceeding; and (iii) the address to which a copy of such process of service shall be mailed to it by the Secretary of State is: N/A

g. These Articles of Merger or Consolidation shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing Upon Filing

SECTION II: TO BE COMPLETED ONLY IF ONE OR MORE OF THE MERGING OR CONSOLIDATING ENTITIES IS A BUSINESS CORPORATION PURSUANT TO TITLE 7, CHAPTER 1.2 OF THE RHODE ISLAND GENERAL LAWS, AS AMENDED.

a. If the surviving or new entity is to be governed by the laws of a state other than the State of Rhode Island, such surviving or new entity hereby agrees that it will promptly pay to the dissenting shareholders of any business corporation the amount, if any, to which they shall be entitled under the provisions of Title 7, Chapter 1.2 of the General Laws of Rhode Island, 1956, as amended, with respect to dissenting shareholders.

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- b. Complete the following subparagraphs i and ii only if the merging business corporation is a subsidiary corporation of the surviving corporation.
  - i) The name of the subsidiary corporation is \_\_\_\_\_
  - ii) A copy of the plan of merger was mailed to shareholders of the subsidiary corporation (such date shall not be less than 30 days from the date of filing) \_\_\_\_\_

c. As required by Section 7-1.2-1003 of the General Laws, the corporation has paid all fees and franchise taxes.

.....  
**SECTION III: TO BE COMPLETED ONLY IF ONE OR MORE OF THE MERGING OR CONSOLIDATING ENTITIES IS A NON-PROFIT CORPORATION PURSUANT TO TITLE 7, CHAPTER 6 OF THE RHODE ISLAND GENERAL LAWS, AS AMENDED.**

- a. If the members of any merging or consolidating non-profit corporation are entitled to vote thereon, attach a statement for each such non-profit corporation which sets forth the date of the meeting of members at which the Plan of Merger or Consolidation was adopted, that a quorum was present at the meeting, and that the plan received at least a majority of the votes which members present at the meeting or represented by proxy were entitled to cast; OR attach a statement for each such non-profit corporation which states that the plan was adopted by a consent in writing signed by all members entitled to vote with respect thereto.
- b. If any merging or consolidating corporation has no members, or no members entitled to vote thereon, then as to each such non-profit corporation attach a statement which states the date of the meeting of the board of directors at which the plan was adopted, and a statement of the fact that the plan received the vote of a majority of the directors in office.

.....  
**SECTION IV: TO BE COMPLETED ONLY IF ONE OR MORE OF THE MERGING OR CONSOLIDATING ENTITIES IS A LIMITED PARTNERSHIP PURSUANT TO TITLE 7, CHAPTER 13 OF THE RHODE ISLAND GENERAL LAWS, AS AMENDED**

- a. The agreement of merger or consolidation is on file at the place of business of the surviving or resulting domestic limited partnership or other business entity and the address thereof is:  
 \_\_\_\_\_
- b. A copy of the agreement of merger or consolidation will be furnished by the surviving or resulting domestic limited partnership or other business entity, on request and without cost, to any partner of any domestic limited partnership or any person holding an interest in any other business entity which is to merge or consolidate.

.....  
**SECTION V: TO BE COMPLETED BY ALL MERGING OR CONSOLIDATING ENTITIES**

Under penalty of perjury, we declare and affirm that we have examined these Articles of Merger or Consolidation, including any accompanying attachments, and that all statements contained herein are true and correct.

**Mesco Corporation**

\_\_\_\_\_  
 Print Entity Name

By: Billy D. Watson **President**  
 Name of person signing Title of person signing

By: *Billy Watson*  
 Name of person signing Title of person signing

**Mesco Pump Parts Inc.**

\_\_\_\_\_  
 Print Entity Name

By: Billy D. Watson **President**  
 Name of person signing Title of person signing

By: *Billy Watson*  
 Name of person signing Title of person signing

PLAN OF MERGER  
MESCO CORPORATION/MESCO PUMP PARTS, INC.  
MINUTES OF SPECIAL MEETING OF SHAREHOLDERS  
MESCO CORPORATION  
May 16, 2017

At a Special Meeting of the shareholders held on the 16 day of <sup>1995</sup> April, 2017, all shareholders being present in person, the following votes were passed unanimously.

- FIRST: That, pursuant to Rhode Island General Laws 7-1.2-1006, 7-1.2-1002 and 9-1.2-1003, Mesco Corporation shall merge with Mesco pump Parts, Inc., formerly doing business as Flow Pump & Machine, Inc., a Texas Corporation.
- SECOND: Mesco Corporation shall be the surviving corporation and as such shall continue to file Annual Reports in the State of Rhode Island.
- THIRD: The Articles of Merger shall be filed with the Secretary of State of Rhode Island and with the Secretary of State of Texas.
- FOURTH: Thereafter Mesco Corporation shall apply for Registration as a Foreign For Profit Corporation in the State of Texas.
- FIFTH: Mr. Billy D. Watson shall be the Agent for Service of Process for Mesco in the State of Texas with an agent's address of 34057 Stonewood Loop, Whitney, Texas 76682.
- SIXTH: Billy D. Watson is hereby authorized to execute all necessary documents for this corporation with the States of Rhode Island and Texas.
- SEVENTH: Pursuant to Rhode Island General Law 7-1.2-1005(5), Mesco Corporation shall be responsible and liable for all the liabilities and obligations of each of the two corporations so merged.
- EIGHTH: Shares of stock in Mesco Corporation shall be issued to the following parties in return for those individuals exchange of all of their respective shares in the Mesco Pump Parts, Inc.
- Shareholder Billy D. Watson 25 shares  
Shareholder Linda Watson 25 shares

May 16 2017  
Date

MESCO CORPORATION  
By: Linda A. Watson  
Secretary

PLAN OF MERGER  
MESCO CORPORATION/MESCO PUMP PARTS, INC.  
MINUTES OF SPECIAL MEETING  
BOARD OF DIRECTORS  
MESCO PUMP PARTS, INC.  
May 16, 2017

At a special meeting of the Board of Directors of the Mesco Pump Parts, Inc. ("Pump"), all Directors being present, the following recommendations were passed unanimously.

- FIRST: This corporation hereby adopts a Plan of Merger ("Plan") with Mesco Corporation a Rhode Island Corporation ("Mesco").
- SECOND: Said plan shall be filed with the Secretaries of the State of Rhode Island and Texas.
- THIRD: Mesco Corporation shall be the surviving corporation.
- FOURTH: Mesco Corporation shall issue 25 shares of its stock to Mr. Billy D. Watson in return for the transfer to Mesco of all of Mr. Watson's shares of stock in Pump.
- FIFTH: Mesco Corporation shall issue 25 shares of its stock to Mrs. Linda Watson in return for all of her shares in Pump.
- SIXTH: The Articles of Organization and its Bylaws of Mesco shall, upon the issuance of a Certificate of Merger from the Rhode Island Secretary of State, be the Articles and Bylaws of the surviving corporation.
- SEVENTH: That the corporation shall call for a special meeting of the Shareholders giving them 20 days written notice for purposes of their voting on the merger of the said two corporations.
- EIGHTH: That Mr. Bill D. Watson is hereby authorized to execute all documents necessary to effectuate the merger.

MESCO PUMP PARTS, INC.

May 16 2017  
Date

By Linda A. Watson  
Secretary

MESCO CORPORATION  
NOTICE TO SHAREHOLDERS

Notice is hereby given to all shareholders of record as of April 1, 2017 of a Special Meeting to consider the following recommendations of the Board of Directors (see attached Exhibit A).

Thereafter the Shareholders will be asked to vote on the following matters (see attached Exhibit B).

The meeting shall take place at 10 a.m. on May 16, 2017 at 34057 Stonewood Loop, Whitney, Texas 76692.

MESCO CORPORATION

April 16, 2017  
Date

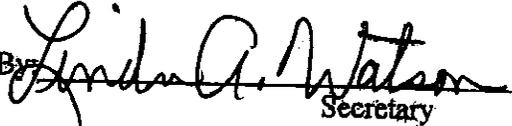
By: Linda A. Watson  
Secretary

PLAN OF MERGER  
MESCO CORPORATION/MESCO PUMP PARTS, INC.  
MINUTES OF SPECIAL MEETING  
BOARD OF DIRECTORS  
MESCO PUMP PARTS, INC.  
May 16, 2017

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- SEVENTH: That the corporation shall call for a special meeting of the Shareholders giving them 20 days written notice for purposes of their voting on the merger of the said two corporations.
- EIGHTH: That Mr. Bill D. Watson is hereby authorized to execute all documents necessary to effectuate the merger.

MESCO PUMP PARTS, INC.

By   
Secretary

May 16 2017

Date

PLAN OF MERGER  
MESCO CORPORATION/MESCO PUMP PARTS, INC.  
MINUTES OF SPECIAL MEETING OF SHAREHOLDERS  
MESCO PUMP PARTS, INC.

May 16 2017

At a Special Meeting of the shareholders held on the 16 day of <sup>MAY</sup> ~~April~~, 2017, all shareholders being present in person, the following votes were passed unanimously.

- FIRST: That, pursuant to Rhode Island General Laws 7-1.2-1006, 7-1.2-1002 and 9-1.2-1003, Mesco Corporation shall merge with Mesco Pump Parts, Inc., formerly doing business as Flow Pump & Machine, Inc., a Texas Corporation.
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- EIGHTH: Shares of stock in Mesco Corporation shall be issued to the following parties in return for those individuals exchange of all of their respective shares in the Mesco Pump Parts, Inc.

Shareholder Billy D. Watson 25 shares  
Shareholder Linda Watson 25 shares

May 16 2017  
Date

MESCO PUMP PARTS, INC.  
By: Linda A. Watson  
Secretary

MESCO PUMP PARTS, INC.  
NOTICE TO SHAREHOLDERS

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MESCO PUMP PARTS, INC.

April 16 2017  
Date

By: Linda A. Watson  
Secretary



State of Rhode Island and Providence Plantations  
**Department of State | Office of the Secretary of State**  
**Nellie M. Gorbea**, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island  
and Providence Plantations, hereby certify that this document, duly executed in  
accordance with the provisions of Title 7 of the General Laws of Rhode Island, as  
amended, has been filed in this office on this day:

August 15, 2017 10:52 AM

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive, written in a professional style.

Nellie M. Gorbea  
*Secretary of State*

