

# 341360

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## MERGER OR SHARE EXCHANGE

ABLE SANITATION, INC.

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**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, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Able Sanitation, Inc.</u>	<u>Florida</u>	<u>341360</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Able Industries, Inc.</u>	<u>Florida</u>	<u>232680</u>
<u>Able Export, Inc.</u>	<u>Florida</u>	<u>673459</u>
<u>Toisca Corp.</u>	<u>Florida</u>	<u>P00000070065</u>
<u>1-800-Toilets, Inc.</u>	<u>Florida</u>	<u>S97084</u>
<u>Golden Triangle Portable Toilet Co., Inc.</u>	<u>Florida</u>	<u>409560</u>

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** 12 / 31 / 07 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

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 December 17, 2007.

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 December 17, 2007.

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**

<u>Name of Corporation</u>	<u>Signature of an Officer or Director</u>	<u>Typed or Printed Name of Individual &amp; Title</u>
Able Sanitation, Inc.	<i>Terence P. Moriarty</i>	Terence P. Moriarty Vice President
Able Industries, Inc.	<i>Terence P. Moriarty</i>	Terence P. Moriarty Vice President
Able Export, Inc.	<i>Terence P. Moriarty</i>	Terence P. Moriarty Vice President
Tolsca Corp.	<i>Terence P. Moriarty</i>	Terence P. Moriarty Vice President
1-800-Toilets, Inc.	<i>Terence P. Moriarty</i>	Terence P. Moriarty Vice President
Golden Triangle Portable Toilet Co., Inc.	<i>Terence P. Moriarty</i>	Terence P. Moriarty Vice President
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Plan of Merger

This is a plan of merger among Able Sanitation, Inc., 1-800-Toilets, Inc., Toisca Corp., Golden Triangle Portable Toilet Co., Inc., Able Industries, Inc., and Able Export, Inc., all Florida corporations.

1. The surviving corporation shall be Able Sanitation, Inc. (the "Surviving Corporation").

2. The merging corporations shall be: 1-800-Toilets, Inc.; Toisca Corp.; Golden Triangle Portable Toilet Co., Inc.; Able Industries, Inc.; and Able Export, Inc. (the "Merging Corporations").

3. The terms and conditions of the merger are as follows: On December 31, 2007, the Merging Corporations shall each merge into the Surviving Corporation and the separate existence of each of the merging corporations shall cease. The effective date of the merger shall be December 31, 2007. The Articles of Incorporation and the bylaws of the Surviving Corporation as such Articles and bylaws are in effect prior to the merger shall be the Articles of Incorporation and bylaws of the Surviving Corporation following the merger, except as amended pursuant section 5 below.

4. Each of the Merging Corporations and the Surviving Corporation are owned, directly or indirectly, by the same shareholder. In exchange for its interest in the Merging Corporations, such shareholder shall receive all of the issued and outstanding shares of the Surviving Corporation and each share of stock of the Merging Corporations issued and outstanding immediately prior to the effective date shall be cancelled.

5. The Articles of Incorporation of the Surviving Corporation shall be amended, so that Article I shall read as follows:

The name of the corporation is United Site Services of Florida, Inc.