

855377

Florida Department of State
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REGISTRY OF STATE CORPORATIONS FLORIDA

MERGER OR SHARE EXCHANGE

FERGUSON ENTERPRISES, INC.

Certificate of Status	0
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REGISTRY OF STATE CORPORATIONS FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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>Ferguson Enterprises, Inc.</u>	<u>Virginia</u>	<u>855377</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (if known/ applicable)
<u>Castle Supply Company, Inc.</u>	<u>Florida</u>	<u>172991</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 11 / 30 / 08 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more
at 11:59 p.m. 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 _____

The Plan of Merger was adopted by the board of directors of the surviving corporation on November 14, 2008 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 _____

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on November 14, 2008 and shareholder approval was not required.

(Attach additional sheets if necessary)

EXHIBIT A

PLAN OF MERGER

1. Castle Supply Company, Inc., a Florida corporation (the "Merged Corporation"), will merge with and into Ferguson Enterprises, Inc., a Virginia corporation (the "Surviving Corporation").
2. The merger of the Merged Corporation with and into the Surviving Corporation shall be effective as of 11:59 p.m. on November 30, 2008.
3. At the time of such merger, all issued and outstanding shares of the capital stock of the Merged Corporation, which shares are 100% owned by the Surviving Corporation, shall be canceled and each issued and outstanding share of the capital stock of the Surviving Corporation shall remain outstanding after such merger and shall not be affected in any way by such merger.
4. The Articles of Incorporation and Bylaws of the Surviving Corporation in effect at the time of such merger shall continue (until amended or repealed as provided by applicable law) to be the Articles of Incorporation and Bylaws of the Surviving Corporation after the time of such mergers.
5. The Board of Directors and officers of the Surviving Corporation in effect immediately prior to such merger shall be the Board of Directors and officers of the Surviving Corporation at and immediately after such merger until the earlier of their resignation or removal or until their successors are duly elected, as the case may be.