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**MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU**

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Date Received
DEC 15 2017

ADJUSTED PURSUANT TO
TELEPHONE AUTHORIZATION (FOR BUREAU USE ONLY)

Robert Pavlock
This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

FILED
DEC 15 2017

ADMINISTRATOR
CORPORATIONS DIVISION

Name PAVLOCK & PAVLOCK, PLC		
Address 4300 E. GRAND RIVER AVENUE		
City HOWELL, MICHIGAN 48843	State	ZIP Code

EFFECTIVE DATE: **January 2, 2018**

Expiration date for new assumed names: December 31,

Expiration date for transferred assumed names appears in Item 7.

Document will be returned to the name and address you enter above.
If left blank, document will be returned to the registered office.

CERTIFICATE OF MERGER

For use by Parent and Subsidiary Corporations
(Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations) and Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned execute the following Certificate:

1. a. The name of each constituent corporation and its identification number is:

MCA AUCTION, INC.

802115474

MOTOR CITY AUTO AUCTION, INC.

800611942

b. The name of the constituent that will be the surviving corporation and its identification number is:

MCA AUCTION, INC.

802115474

c. For each subsidiary corporation, state:

Name of corporation	Number of outstanding shares or memberships of each class	Number of shares or memberships of each class owned by the parent corporation
MOTOR CITY AUTO AUCTION, INC.	2100 COMMON SHARES	1890 COMMON SHARES

\$ 500.00 CR Indk 1810928



d. The manner and basis of converting the shares or memberships of each constituent corporation is as follows:

ONE (1) SURVIVING CORPORATION SHARE EXCHANGED FOR ONE (1) SHARE OF NON-SURVIVING CORPORATION, WITH REMAINING 10% (210 SHARES) PURCHASED FOR CASH BY SURVIVING CORPORATION ON DATE OF MERGER.

Complete for each constituent corporation that is a nonprofit corporation organized on directorship basis.

e. For a corporation organized on a directorship basis, state (a) a description of the organization of its board and (b) the number, classification, and voting rights of its directors:

Complete for Profit Corporations Only, if applicable.

f. The amendments to the Articles or a Restatement of the Articles of Incorporation of the surviving corporation to be effected by the merger are as follows:

N/A

2. The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

3. (Delete if not applicable)

The consent to the merger by the shareholders of the subsidiary corporation was obtained pursuant to its Articles of Incorporation. (Such consent is necessary if the Articles of Incorporation require approval of the merger by the vote of the holders of more than the percentage of the shares owned by the parent corporation.)

Complete for Nonprofit Corporations Only (delete if not applicable)

4. ~~The consent to the merger by the shareholders or members of each subsidiary nonprofit corporation organized on a stock or membership basis was obtained in accordance with the applicable provisions of section 703a of the Nonprofit Corporation Act. (The plan of merger adopted by the board of each constituent corporation that is organized on a stock or membership basis must be submitted for approval at a meeting of the shareholders or members unless an exception under 703a of the Act applies.)~~
~~The consent to the merger by the directors of each subsidiary nonprofit corporation organized on a directorship basis was obtained in accordance to section 703a(3) of the Nonprofit Corporation Act. (The plan of merger of each merging corporation that is organized on a directorship basis must be approval by a majority of the directors who are then in office or a higher number of directors if specified in the articles of incorporation or bylaws.)~~

5. (Delete if not applicable)
The consent to the merger by the shareholders or members of the parent corporation was obtained. (Such consent is necessary if its Articles of Incorporation require shareholder or member approval of the merger, the plan of merger amends its Articles of Incorporation, or a subsidiary is to be the surviving corporation.)

6. (Complete only if a later effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document in this office.)
The merger shall be effective on the 2ND day of JANUARY, 2018

7. The assumed names being transferred to continue for the remaining effective period of the Certificate of Assumed Name on the file prior to the merger are:


Assumed Name	Transferred From	Expiration Date
N/A		

Nonsurvivor name to be used as assumed name of survivor.

Signed this 30TH day of OCTOBER, 2017

MCA AUCTION, INC.

(Name of parent corporation)

By 

(Signature of an authorized officer or agent)

FRANK CAPIZZI, PRESIDENT

(Type or Print Name)