

ARTICLES OF MERGER

OF

BG WORKFORCE SOLUTIONS LLC

a Kentucky limited liability company

WITH AND INTO

BG WORKFORCE SOLUTIONS INC.

A Delaware for-profit corporation

These Articles of Merger, pursuant to the Kentucky Limited Liability Company Act (KRS 275.360), provide for the merger (the “Merger”) of BG Workforce Solutions LLC, a Kentucky limited liability company (“Non-Survivor”), with and into BG Workforce Solutions Inc., a Delaware for-profit corporation (“Survivor”). The undersigned submit these Articles of Merger for filing and certify that:

1. The name and jurisdiction of formation or organization, as applicable, of each of the business entities which are parties to this Merger are:

Name	Jurisdiction
BG Workforce Solutions LLC	Kentucky
BG Workforce Solutions Inc.	Delaware

2. The name of the surviving business entity shall be BG Workforce Solutions Inc.

3. There are no amendments to Survivor’s Certificate of Incorporation resulting from or in connection with the Merger.

4. The Plan of Merger was duly authorized and approved by each constituent business entity in accordance with KRS 275.350.

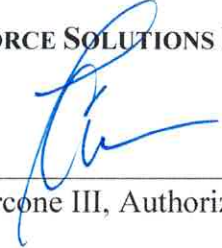
5. Survivor hereby appoints the Secretary of State of the Commonwealth of Kentucky as its agent for service of process in any proceeding for enforcement of any obligation of Non-Survivor, as well as for enforcement of any obligation of Survivor arising from the Merger. The address to which a copy of service of process shall be mailed to Survivor is: 771 Corporate Drive, Suite 750, Lexington, KY 40503.

6. The effective date and time of these Articles of Merger shall be upon the filing of these Articles of Merger with the Secretary of State of the Commonwealth of Kentucky.

[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, these Articles of Merger are executed as of this 25th day of May, 2023.

BG WORKFORCE SOLUTIONS LLC

By: 
Frank Cercone III, Authorized Person

BG WORKFORCE SOLUTIONS INC.

By: 
Frank Cercone III, Chief Executive Officer