

ARTICLES OF MERGER
OF
FLUOR SOUTHEAST, INC.
(a California corporation)
WITH AND INTO
FLUOR CAROLINA, INC.
(a South Carolina corporation)

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Fluor Southeast, Inc., duly organized and existing under the laws of the State of California with its registered office at 3333 Michelson Drive, City of Irvine, County of Orange, State of California 92730 and Fluor Carolina, Inc., duly organized and existing under the laws of the State of South Carolina with its registered office located at the Daniel Building - 5th Floor, City and County of Greenville, South Carolina 29602, each hereby caused these Articles of Merger to be executed in its corporate name in accordance with the provisions of Chapter 17 of the South Carolina Business Corporation Act of 1962, as amended.

ARTICLE I

The following Plan of Merger was duly approved and adopted by the boards of directors of each corporation a party thereto, in the manner prescribed by law:

PLAN OF MERGER
OF
FLUOR SOUTHEAST, INC.
(a California corporation)
WITH AND INTO
FLUOR CAROLINA, INC.
(a South Carolina corporation)

Pursuant to the applicable provisions of the South Carolina Business Corporation Act of 1962, as amended, the

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