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12/20/2017	201735302648	Merger (MER)	99.00	100.00	0.00	0.00

Receipt

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CT CORPORATION SYSTEM - CHRIS RICKARD
4400 EASTON COMMONS WAY
SUITE 125
COLUMBUS, OH 43219

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted
175441

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

PARKER-HANNIFIN CORPORATION

and, that said business records show the filing and recording of:

Document(s)

Merger

Document No(s):

201735302648

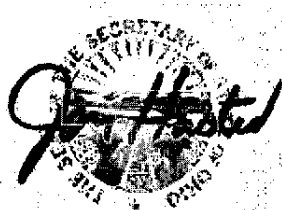
Effective Date: 12/31/2017



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio this
20th day of December, A.D. 2017.

Ohio Secretary of State



Form 551 Prescribed by:

JON HUSTED
OHIO SECRETARY OF STATE

Toll Free: (877) SOS-FILE (877-767-3432)

Central Ohio: (614) 466-3810

www.OhioSecretaryofState.gov

hustedj@OhioSecretaryofState.gov

File online or for more information: www.OHBusinessCentral.com

Mail this form to one of the following:

Regular Filing (non expedite)

P.O. Box 1329

Columbus, OH 43260

Expedite Filing (Two business day processing time,
Requires an additional \$108.00)

P.O. Box 1388

Columbus, OH 43218

Certificate of Merger

Filing Fee: \$99
(154-MER)
Forms Must Be Typed

2017 DEC 19 AM 11:3

In accordance with the requirements of Ohio law, the undersigned corporations, banks, savings banks, savings and loan associations, limited liability companies, partnerships, limited partnerships and/or limited liability partnerships, desiring to effect a merger, set forth the following facts

I. (Surviving) Entity
A. Name of Entity Surviving the Merger

Parker-Hannifin Corporation

B. Name Change: As a result of this merger, the name of the surviving entity has changed to the following

(Complete only if name of surviving entity is changing through the merger)

C. The surviving entity is a (Please check the appropriate box and fill in the appropriate blanks)

 1. ☒ **Domestic (Ohio entity)** ☐ **Foreign (Non-Ohio Entity)**

Jurisdiction of formation

 2. **Charter/Registration/License Number**

175441

(If licensed in Ohio as domestic or foreign)

 3. ☒ **For-Profit Corporation**
☐ **Nonprofit Corporation**
☐ **For-Profit Limited Liability Company**
☐ **Nonprofit Limited Liability Company**
☐ **Partnership**
☐ **Limited Partnership**
☐ **Limited Liability Partnership**

II. CONSTITUENT ENTITY

Provide the name, Ohio charter/license/registration number, type of entity, jurisdiction of formation, for each entity merging out of existence. (If this is insufficient space to reflect all merging entities, please attach a separate sheet listing the additional merging entities).

Entity Name	Ohio Charter/License/ Registration Number	Jurisdiction of Formation	Type of Entity
HELAC CORPORATION		WASHINGTON	CORP

III. MERGER AGREEMENT ON FILE

The name and mailing address of the person or entity from whom/which eligible persons may obtain a copy of the merger agreement upon written request

Joseph R. Leonti, Vice President, General Counsel and Secretary

Name

6035 Parkland Blvd.

Mailing Address

Cleveland

City

OH

State

44124

Zip Code

IV. EFFECTIVE DATE OF MERGER

This merger is to be effective on 12/31/2017@12:15a.m. (The date specified must be on or after the date of the filing. If no date is specified, the date of filing will be the effective date of the merger).

V. MERGER AUTHORIZED

Each constituent entity has complied with the laws under which it exists and the laws permit the merger. The agreement of merger is authorized on behalf of each constituent entity and each person who signed the certificate on behalf of each entity is authorized to do so.

VI. STATEMENT OF MERGER

Upon filing this Certificate of Merger, or upon such later date as specified herein, the merging entity/entities listed herein shall merge into the listed surviving entity.

VII. STATUTORY AGENT - To be filed ONLY if the surviving entity is a foreign entity not licensed in Ohio.
If the surviving entity is a foreign entity **NOT** licensed to transact business in Ohio, provide the name and address of a statutory agent upon whom any process, notice or demand may be served.

Name

Mailing Address

City

Ohio

State

Zip Code

VIII. AMENDMENTS

If a domestic corporation, limited liability company or limited partnership survives the merger, any amendments to the entity's articles of incorporation, articles of organization, or certificate of limited partnership of the surviving domestic entity shall be filed with the certificate of merger.

☐ Amendments are attached

☒ No Amendments
IX. REQUIREMENTS OF CORPORATIONS MERGING OUT OF EXISTENCE

If a domestic corporation or foreign corporation licensed to transact business in Ohio is a constituent entity and the surviving entity is not a domestic corporation or foreign corporation to be licensed in Ohio, the certificate of merger must be accompanied by the affidavits, receipts, certificates, or other evidence required by division (H) of section 1701.86 division (G) of section 1702.47 of the Revised Code with respect to each domestic constituent corporation, and/or by the affidavits, receipts, certificates, or other evidence required by division (C) or (D) of section 1703.17 of the Revised Code with respect to each foreign constituent corporation licensed to transact business in Ohio.

X. QUALIFICATION OR LICENSE OF FOREIGN SURVIVING ENTITY

A surviving foreign entity that wishes to qualify in Ohio as part of the merger must file an additional form, as listed below, but no additional filing fee is required.

Foreign Qualifying Corporation - Form 530A or B and Certificate of Good Standing

Foreign Notice (if qualifying entity is a foreign bank, savings bank, or savings and loan association) - Form 552

Foreign Qualifying Limited Liability Company - Form 533B

Foreign Qualifying Limited Partnership - Form 531B

Foreign Qualifying Limited Liability Partnership - Form 537 and Evidence of Existence in Jurisdiction of Formation

The undersigned constituent entities (constituent entities include all merging and surviving entities) have caused this certificate of merger to be signed by their duly authorized officers, partners and representatives.

Parker-Hannifin Corporation

Name of entity

By:

Signature

Its:

Secretary

Title

Helac Corporation

Name of entity

By:

Signature

Its:

President

Title

Name of entity

By:

Signature

Its:

Title

An authorized representative of each constituent corporation, partnership, or entity must sign the merger certificate (ORC 1701.81(A), 1702.43 (A), 1705.38(A), 1776.70(A), 1782.433(A)). this includes all merging and surviving entities.

AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER, dated this 15th day of December, 2017, by and between Parker-Hannifin Corporation, an Ohio corporation ("Surviving Corporation"), and Helac Corporation a Washington state corporation ("Helac"), said entities hereinafter collectively referred to as the "Constituent Entities."

WHEREAS, the sole Stockholder of Helac and the Board of Directors of the Surviving Corporation deem it advisable that Helac be merged into the Surviving Corporation in accordance with the applicable provisions of the Washington Business Corporation Act and the Ohio General Corporation Law.

NOW, THEREFORE, the Constituent Entities in consideration of the mutual covenants, agreements and provisions hereinafter contained do hereby prescribe the terms and conditions of said merger and mode of carrying the same into effect as follows:

FIRST: Helac shall be merged with and into the Surviving Corporation with the Surviving Corporation surviving the merger.

SECOND: The Amended Articles of Incorporation of the Surviving Corporation, as in effect on the date of the merger provided for in this Agreement, shall continue in full force and effect as the Amended Articles of Incorporation of the Surviving Corporation until they shall be amended or repealed as provided therein.

THIRD: The manner of converting the outstanding interests of the sole Stockholder of Helac into the share or other securities of the Surviving Corporation shall be as follows:

(a) On the Effective Date (hereinafter defined), the outstanding interests of the sole Stockholder of Helac shall be deemed cancelled.

(b) The present holders of the Surviving Corporation's common stock shall continue to hold the same share certificates in the Surviving Corporation that they now hold, and such share certificates shall continue to represent the like number of shares of the Surviving Corporation from and after the Effective Date (hereinafter defined).

FOURTH: The terms and conditions of the merger are as follows:

(a) The Regulations of the Surviving Corporation as exist on the effective date of this Agreement shall be and remain the Regulations of the Surviving Corporation until the same shall be altered, amended or repealed as therein provided.

(b) The Directors and Officers of the Surviving Corporation shall continue in office until the next Annual Meeting of Shareholders and until their successors shall have been elected and qualified.

(c) This merger shall be effective on December 31, 2017 at 12:15 a.m. (the "Effective Date").

(d) On the Effective Date, all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of Helac shall be transferred to, vested in and devolve upon the Surviving Corporation without further act or deed and all property, rights, and every other interest of Surviving Corporation and Helac shall be as effectively the property of Surviving Corporation as they were of Surviving Corporation and Helac, respectively. Helac hereby agrees from time to time, as and when requested by Surviving Corporation or by its successors or assigns, to execute and deliver or cause to be executed and delivered all such deeds and instruments and to take or cause to be taken such further or other action as Surviving Company may deem necessary or desirable in order to vest in and confirm to Surviving Company title to and possession of any property of Helac acquired or to be acquired by reason of or as a result of the merger herein provided for and otherwise to carry out the intent and purposes hereof and the sole Stockholder of Helac and the proper Officers and Directors of Surviving Company are fully authorized in the name of Helac or otherwise to take any and all such action.

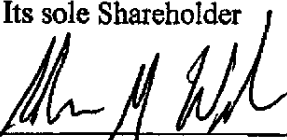
IN WITNESS WHEREOF, the Constituent Entities have duly executed this Agreement and Plan of Merger.

PARKER-HANNIFIN CORPORATION

By: 
Joseph R. Leonti
Vice President, General Counsel and Secretary

HELAC CORPORATION,

By: Parker-Hannifin Corporation,
Its sole Shareholder

By: 
Andrew M. Weeks
Vice President,
President-Motion Systems Group