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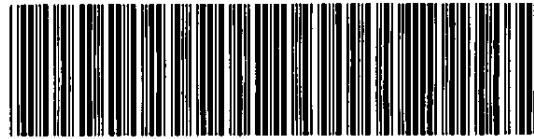
(Business Entity Name)

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JUN 24 2016  
C. CARROTHERS

RECEIVED  
DEPARTMENT OF REVENUE  
16 JUN 24 AM 10:28

2016 JUN 24 PM 12:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

COVER LETTER

TO: Amendment Section  
Division of Corporations

SUBJECT: Miccosukee Land Co-op, Inc.  
Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Maureen Malvern

Contact Person

~~MLC~~ MLC

Firm/Company

9601 ~~MLC~~ Miccosukee Rd # 23 A

Address

Tallahassee, FL 32309

City/State and Zip Code

momalvern@yahoo.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Maureen Malvern

Name of Contact Person

At ( 850 ) 320-1341

Area Code & Daytime Telephone Number

Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

**STREET ADDRESS:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**ARTICLES OF MERGER**

Pursuant to Sections 607.1104 and 607.1105 of the Florida Business Corporations Act, Miccosukee Land Co-op, Inc., a Florida corporation, adopts the following Articles of Merger for the purpose of merging its subsidiary, Co-operative Land, Inc., a Florida corporation, into the Miccosukee Land Co-op, Inc., the latter of which is to survive the merger. The effective date of this merger shall be 1 July, 2016.

**Article I**

A plan of merger (the "Plan") as set forth in the CERTIFIED COPY OF SECTION 332 PLAN OF LIQUIDATION AND MERGER, attached hereto and made a part of this instrument, was duly approved by resolution of the Board of Directors of the Miccosukee Land Co-op, Inc., on June 16, 2016, and by the Board of Directors of the Co-operative Land, Inc. on June 17, 2016, without a vote of shareholders. There are no changes in the Articles of Incorporation of Miccosukee Land Co-op, Inc., and there is no need for shareholder approval for merger of the wholly-owned subsidiary into the parent corporation, as the parent corporation is the sole shareholder thereof.

**Article II**

Receipt of a copy of the Plan of Merger described in Article I was waived by Miccosukee Land Co-op, Inc., the sole shareholder of record of Co-operative Land, Inc., on June 16, 2016. There are no shareholders of the subsidiary, Co-operative Land, Inc., who dissent from this action.

**Article III**

Upon completion of this merger, the Miccosukee Land Co-op, Inc., the surviving corporation, shall be governed by the laws of the State of Florida.

**Article IV**

This merger will be effective 1 July 2016.

IN WITNESS WHEREOF, Miccosukee Land Co-op, Inc., has caused these Articles of Merger to be duly executed by the following authorized officer.

2016 JUN 24 PM 1:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILED

By: [Signature]  
Sarah Rychlik  
Secretary of Miccosukee  
Land Co-op, Inc.

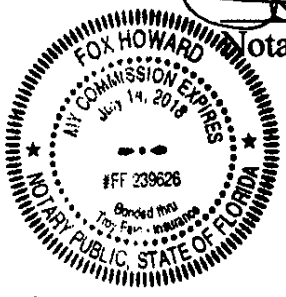
STATE OF FLORIDA  
COUNTY OF LEON

The foregoing instrument was acknowledged before me by Sarah Rychlik, personally known to me to be the individuals described in and who executed the foregoing instrument on behalf of the Miccosukee Land Co-op, Inc.

WITNESS my hand and official seal, this 21<sup>st</sup> day of June, 2016.

My commission expires:  
July 14, 2018

[Signature]  
Notary Public, State of Florida



**CERTIFIED COPY OF SECTION 332  
PLAN OF LIQUIDATION AND MERGER**

I, Sarah Rychlik, do hereby certify that I am a director and the duly elected and acting Secretary of the MICCOSUKEE LAND CO-OP, INC., a Florida corporation and, I, Maureen Malvern, do certify that I am a director and the duly elected and acting President of the CO-OPERATIVE LAND, INC. I, Sarah Rychlik, do hereby certify that the following is a true and correct copy of the preamble and resolutions adopted unanimously by the Directors of the MICCOSUKEE LAND CO-OP, INC., at the June 16, 2016, meeting of said Directors. I, Maureen Malvern, do hereby certify that the following is also a true and correct copy of the preamble and resolutions adopted by all Directors present at a meeting of the Directors of the CO-OPERATIVE LAND, INC., on June 17, 2016, and that a quorum was present at said meeting.

Upon discussion and after a thorough review of the proposed plan of liquidation for federal tax purposes and merger for purposes of Florida law, the following Resolutions were duly made, seconded and approved by the Directors of the MICCOSUKEE LAND CO-OP, INC, and the Directors of the CO-OPERATIVE LAND, INC. :

RESOLVED, that it is hereby deemed desirable in the judgment of the Boards of Directors and for the benefit of these corporations that effective 1 July, 2016, a plan of liquidation and merger be enacted and pursuant to such plan, the MICCOSUKEE LAND CO-OP, INC., the parent corporation, shall, pursuant to section 607.1104 of the Florida Business Corporations Act, merge with the CO-OPERATIVE LAND, INC., the subsidiary corporation, and the surviving corporation shall be the MICCOSUKEE LAND CO-OP, INC.; and be it

RESOLVED, that the merger of the corporations pursuant to Florida law be accomplished by transferring the property of the CO-OPERATIVE LAND, INC., to the MICCOSUKEE LAND CO-OP, INC., consistent with the relevant Florida statutes in such a manner that the transaction qualifies as a complete liquidation of the CO-OPERATIVE LAND, INC., pursuant to section 332 of the Internal Revenue Code and applicable Treasury Regulations, and that all distribution of assets from the CO-OPERATIVE LAND, INC., are to be completed by the close of the third taxable year ending after the taxable year during which the first distribution under the plan is made; and be it

RESOLVED, that since the MICCOSUKEE LAND CO-OP, INC., is the 100% shareholder of the CO-OPERATIVE LAND, INC., there should be no conversion of the shares in the subsidiary corporation into shares, rights, obligations or other securities of the MICCOSUKEE LAND CO-OP, INC., but that the shares of stock owned by the MICCOSUKEE LAND CO-OP, INC., be completely redeemed and cancelled upon the filing of Articles of Merger pursuant to Florida law and that the officers and directors of the MICCOSUKEE LAND CO-OP, INC., are hereby authorized, empowered and directed to do all things and take all actions which they deem necessary or advisable to carry out the purposes and intents of this plan of merger and liquidation, including the preparation and execution of articles of merger and filing of such articles with the Secretary of State of the State of Florida and such other persons as

required by Florida law, as well as maintain adequate records and take such action as is necessary to qualify this plan under section 332 of the Internal Revenue Code; and be it

RESOLVED, that the MICCOSUKEE LAND CO-OP, INC., as the sole shareholder of the CO-OPERATIVE LAND, INC., approves and adopts the foregoing plan of merger and liquidation approved by the Directors of the MICCOSUKEE LAND CO-OP, INC., and the Directors of the CO-OPERATIVE LAND, INC., which merger shall be effective 1 July 2016.

Signed: *Sarah Rychlik* Date: 6-21-16  
Sarah Rychlik  
Secretary of the  
MICCOSUKEE LAND CO-OP, INC.

Signed: *Maureen Malvern* Date: 6-21-16  
Maureen Malvern  
President of the  
CO-OPERATIVE LAND, INC.

STATE OF FLORIDA  
COUNTY OF LEON

BEFORE ME personally appeared SARAH RYCHLIK and MAUREEN MALVERN, to me well known and known to me to be the individuals described in and who executed the foregoing instrument as Secretary and President, respectively, of said corporations.

WITNESS my hand and official seal, this 21<sup>st</sup> day of June, 2016.

My Commission expires:  
July 14 2018

*[Signature]*  
Notary Public, State of Florida

