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Florida Department of State
Division of Corporations
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Account Number : 072450003255
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MERGER OR SHARE EXCHANGE

maximilian advisors llc

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Certificate of Merger
For
Florida Limited Liability Company

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 608.4382, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Maximilian Advisors LLC	New York	Limited Liability Company

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SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Maximilian Advisors LLC	Florida	Limited Liability Company

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

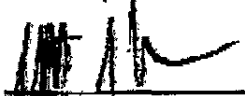
FIFTH: Signature(s) for Each Party:

Name of Entity/Organization:
Maximilian Advisors LLC
a New York limited liability company

Signature(s):


Typed or Printed Name of Individual:
Scott Kaplan, Manager and Member

Maximilian Advisors LLC
a Florida limited liability company

Signature(s):


Scott Kaplan, Manager and Member

Fees: For each Limited Liability Company: \$25.00

Certified Copy (optional): \$30.00

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STATE

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PLAN OF MERGER

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Maximilian Advisors LLC	New York	Limited Liability Company

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Maximilian Advisors LLC	Florida	Limited Liability Company

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

The members of Maximilian Advisors LLC, a New York limited liability company will each exchange and receive their member interests for an equal membership interest in Maximilian Advisors LLC, a Florida limited liability company. As the surviving entity, Maximilian Advisors LLC, a Florida limited liability company will assume the assets and liabilities of Maximilian Advisors LLC, a New York.

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

The ownership of the merging and surviving entities are identical and the ownership of the surviving entity will not change as a result of the merger.

B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

There are no outstanding rights to acquire interests/shares, obligations or other securities of the merged party.

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