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PLEASE FILE FIRST, PRIOR TO THE DISSOLUTION FOR VAPOR SHARK FLAGAMI, LLC

Florida Department of State Division of Corporations Electronic Filing Cover Sheet

PLEASE FILE FIRST, PRIOR TO THE DISSOLUTION FOR VAPOR SHARK FLAGAMI, LLC

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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Merger

SECRETARY OF STATE TALLAHASSEE, FL

2018 SEP 25 AM 7:55

FILED

PLEASE FILE FIRST, PRIOR TO THE DISSOLUTION FOR VAPOR SHARK FLAGAMI, LLC

To: Division of Corporations Fax Number : (850) 617-6380 From: Account Name : CAPITOL SERVICES, INC. Account Number : 12016000017 Phone : (855) 498-5500 Fax Number : (800) 432-3622

PLEASE FILE FIRST, PRIOR TO THE DISSOLUTION FOR VAPOR SHARK FLAGAMI, LLC

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

RECEIVED 19 SEP 25 PM 4:20 SECRETARY OF STATE TALLAHASSEE, FL

MERGER OR SHARE EXCHANGE VAPOR SHARK FLAGAMI, LLC

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Table with 2 columns: Item, Value. Certificate of Status: 0, Certified Copy: 1, Page Count: 04, Estimated Charge: \$258.75

PLEASE FILE FIRST, PRIOR TO THE DISSOLUTION FOR VAPOR SHARK FLAGAMI, LLC

280.00

R. WHITE SEP 26 2018

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Vapor Shark Flagami, LLC

Name of Surviving Party

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

James W. Dobbins

Contact Person

Turning Point Brands, Inc.

Firm/Company

5201 Interchange Way

Address

Louisville, Kentucky 40229

City, State and Zip Code

jdobbins@tpbi.com

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

For further information concerning this matter, please call:

James W. Dobbins

at (502) 774-4421

Name of Contact Person

Area Code

Daytime Telephone Number

Certified copy (optional) \$30.00

STREET ADDRESS:

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

MAILING ADDRESS:

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

FILED**ARTICLES OF MERGER 2018 SEP 25 AM 7:55
FOR****FLORIDA LIMITED LIABILITY COMPANY**
SECRETARY OF STATE
TALLAHASSEE, FL

The following Articles of Merger is submitted to merge the following Florida Limited Liability Companies in accordance with s. 605.1025, 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>Entity Type</u>
Vapor Shark International-Franchising, LLC	FL	LLC L14000013161
Vapor Shark Internet Sales, LLC	FL	LLC L130000174741
Vapor Shark Miami, LLC	FL	LLC L130000174584
Vapor Shark Hallandale, LLC	FL	LLC L130000177607
Vapor Shark Pinecrest, LLC	FL	LLC L130000174606
Vapor Shark Key West, LLC	FL	LLC L140000027428
Vapor Shark Palmetto Bay, LLC	FL	LLC L140000004341
Vapor Shark South Beach, LLC	FL	LLC L140000033142
Vapor Shark Coral Springs, LLC	FL	LLC L160000126090

SECOND: The name of the Surviving Limited Liability Company is Vapor Shark Flagami, LLC, a Florida limited liability company. L14000032375

THIRD: The merger was approved by each domestic merging entity that is a limited liability company in accordance with ss.605.1021-605.1026 and by each member of such limited liability company who as a result of the merger will have interest holder liability under s.605.1023(1)(b).

FOURTH: The Operating Agreement of the Surviving Limited Liability Company as in full force in effect at the Effective Date shall be its Operating Agreement.

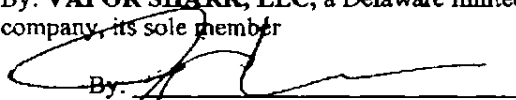
FIFTH: The surviving entity agrees to pay any members of any limited liability company with appraisal rights the amount to which such members are entitled under the provisions of ss. 605.006 and 605.1061-605.1072.

SIXTH: The merger is to be deemed effective on September 29, 2018 (the "Effective Date").

SEVENTH: Signature(s) for each party:

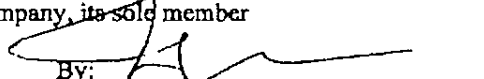
VAPOR SHARK INTERNATIONAL FRANCHISING, LLC

By: **VAPOR SHARK, LLC**, a Delaware limited liability company, its sole member

By: 
Name: James W. Dobbins
Title: Manager

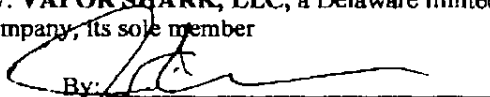
VAPOR SHARK INTERNET SALES, LLC

By: **VAPOR SHARK, LLC**, a Delaware limited liability company, its sole member

By: 
Name: James W. Dobbins
Title: Manager

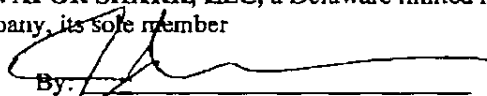
VAPOR SHARK MIAMI, LLC

By: **VAPOR SHARK, LLC**, a Delaware limited liability company, its sole member

By: 
Name: James W. Dobbins
Title: Manager

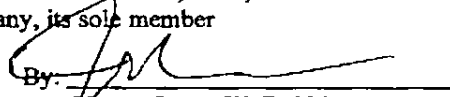
VAPOR SHARK HALLANDALE, LLC

By: **VAPOR SHARK, LLC**, a Delaware limited liability company, its sole member

By: 
Name: James W. Dobbins
Title: Manager

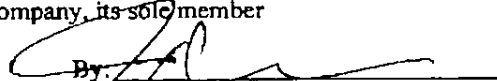
VAPOR SHARK PINECREST, LLC

By: **VAPOR SHARK, LLC**, a Delaware limited liability company, its sole member

By: 
Name: James W. Dobbins
Title: Manager

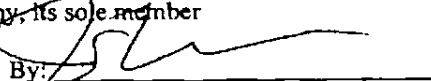
VAPOR SHARK KEY WEST, LLC

By: VAPOR SHARK, LLC, a Delaware limited liability company, its sole member

By: 
Name: James W. Dobbins
Title: Manager

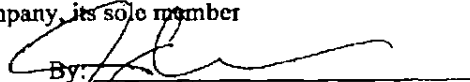
VAPOR SHARK PALMETTO BAY, LLC

By: VAPOR SHARK, LLC, a Delaware limited liability company, its sole member

By: 
Name: James W. Dobbins
Title: Manager

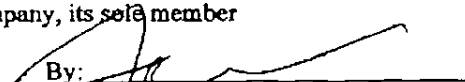
VAPOR SHARK SOUTH BEACH, LLC

By: VAPOR SHARK, LLC, a Delaware limited liability company, its sole member

By: 
Name: James W. Dobbins
Title: Manager

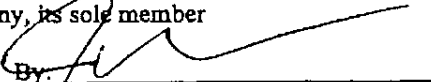
VAPOR SHARK CORAL SPRINGS, LLC

By: VAPOR SHARK, LLC, a Delaware limited liability company, its sole member

By: 
Name: James W. Dobbins
Title: Manager

VAPOR SHARK FLAGAMI, LLC

By: VAPOR SHARK, LLC, a Delaware limited liability company, its sole member

By: 
Name: James W. Dobbins
Title: Manager