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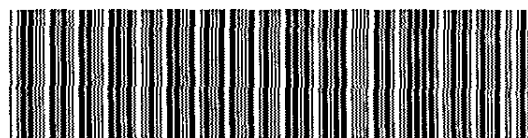
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Karu Investments LP, a Florida Limited Partnership
(Name of Surviving Party)

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

Please return all correspondence concerning this matter to:

Lauren J. Schindler, Esq.

(Contact Person)

Ryan & Ryan Attorneys, P.A.

(Firm/Company)

631 U.S. Highway One

(Address)

North Palm Beach, FL 33408

(City, State and Zip Code)

For further information concerning this matter, please call:

Lauren J. Schindler, Esq.

(Name of Contact Person)

at (561) 841-3420

(Area Code and Daytime Telephone Number)

☒ Certified copy (optional) \$52.50

STREET ADDRESS:

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

MAILING ADDRESS:

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

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**Certificate of Merger
For**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Limited Partnership or Limited Liability Limited Partnership

The following Certificate of Merger is submitted in accordance with s. 620.2108, Florida Statutes.

FIRST: Karu Investments LP, a Delaware Limited Partnership is being merged into Karu Investments LP, a Florida Limited Partnership.

SECOND: The surviving party is Karu Investments LP, a Florida Limited Partnership.

THIRD: The date the merger is effective under the governing laws of the surviving party is the date of filing.

FOURTH: The merger was approved by each party as required by its governing law.

FIFTH: If the surviving party is a foreign organization not qualified to transact business in this state, the street address and mailing address of an office which the Florida Department of State may use for the purposes of s. 620.2109(2), F.S., are as follows:

Street address:

Mailing address:

N/A

SIXTH: Other provisions, if any, relating to the merger:

N/A

SEVENTH: Signature(s) for Each Party:

Karu Investments LP, Delaware

Karu Investments LP, Florida

By: 

Stuart E. Karu, President of Karu
Investments Corp., General Partner

By: 

Stuart E. Karu, President of Karu
Investments Corp., General Partner