

10/2/2015 11:51:34 From: To: 3506176360 (1 / 7)

Division of Corporations

Page 1 of 2

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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.

(((H15000236862 3)))



H150002368623ABCO

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 617-6380

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 205-8842
Fax Number : (850) 878-5368

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

Email Address: _____

**MERGER OR SHARE EXCHANGE
SONOBI, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	07
Estimated Charge	\$60.00

OCT 05 2015
A RAMSEY

Electronic Filing Menu

Corporate Filing Menu

Help

FILED

2015 OCT -2 AM 9: 50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF MERGER
OF
CONTECH, LLC,
a Florida Limited Liability Company**

with and into

**SONOBI, INC.,
a Delaware Corporation**

**(under Section 605.1025 of the
Florida Limited Liability Company Act)**

The following Articles of Merger are submitted to merge the following Florida limited liability company and Delaware corporation in accordance with the provisions of Florida Statutes Chapter 605, the Florida Revised Limited Liability Company Act (the "FL Act"):

FIRST: That the name, jurisdiction, and entity type for of each merging entity is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Contech, LLC	Florida	Limited Liability Company

SECOND: That the name, jurisdiction, and entity type for each surviving entity is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Sonobi, Inc.	Delaware	Corporation

THIRD: That an agreement and plan of merger, dated as of October 1, 2015, has been approved, adopted, executed and acknowledged by each domestic merging entity that is a limited liability company in accordance with ss. 605.1021-605.1026 of the FL Act; by each other merging entity in accordance with the laws of its jurisdiction; 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: That the name of the surviving corporation in the merger herein is Sonobi, Inc., a Delaware corporation (the "Surviving Corporation").

FIFTH: That the certificate of incorporation of Sonobi, Inc. as in effect immediately prior to the merger shall be the certificate of incorporation of the Surviving Corporation.

SIXTH: That this Certificate of Merger and the merger contemplated hereby shall become effective upon filing of this Certificate of Merger with the Secretary of State of the State of Florida.

10/2/2015 11:51:34 AM From: To: 8506176380(6/7)

SEVENTH: That the executed agreement and plan of merger is on file at the principal place of business of the Surviving Corporation, the address of which is 444 W New England Ave Suite 215, Winter Park, FL 32789.

EIGHT: The Surviving Corporation shall pay to any members with appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061 to 605.1072 of the FL Act.

[The remainder of this page intentionally left blank; signature page follows]

10/2/2015 11:51:34 AM From: To: 8506176380(7/7)

IN WITNESS WHEREOF, the undersigned has caused these Articles of Merger to be signed by its duly authorized officer as of this 1st day of October, 2015.

CONTECH, LLC

By: 

Name: Michael Connolly
Title: Manager

SONOBI, INC.

By: 

Name: Michael Connolly
Title: President

CERTIFICATE OF MERGER
OF
CONTECH, LLC,
A FLORIDA LIMITED LIABILITY COMPANY
WITH AND INTO
SONOBI, INC.,
A DELAWARE CORPORATION

(under Section 264 of the General Corporation Law
of the State of Delaware)

The undersigned corporation, organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "DGCL"), does hereby certify:

FIRST: That the name and state of organization of each of the constituent entities is as follows:

<u>Name</u>	<u>State of Organization</u>
Contech, LLC	Florida
Sonobi, Inc.	Delaware

SECOND: That an agreement and plan of merger, dated as of October 1, 2015, has been approved, adopted, executed and acknowledged by each of the constituent corporations in accordance with Section 264 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation in the merger herein certified is Sonobi, Inc. (the "Surviving Corporation").

FOURTH: That the certificate of incorporation of Sonobi, Inc. as in effect immediately prior to the merger shall be the certificate of incorporation of the Surviving Corporation.

FIFTH: That this Certificate of Merger and the merger contemplated hereby shall become effective upon filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

SIXTH: That the executed agreement and plan of merger is on file at the principal place of business of the Surviving Corporation, the address of which is 444 W New England Ave Suite 215, Winter Park, FL 32789.

10/2/2015 11:51:34 AM From: To: 8506176380(3/7)

SEVENTH: That a copy of the agreement and plan of merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

[Signature Page Follows]

10/2/2015 11:51:34 AM From: To: 8506176380(4/7)

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be signed by its duly authorized officer as of this 1st day of October, 2015.

SONOBI, INC.

By: /s/ Michael Connolly

Name: Michael Connolly

Title: President

[Signature Page to DE Certificate of Merger]