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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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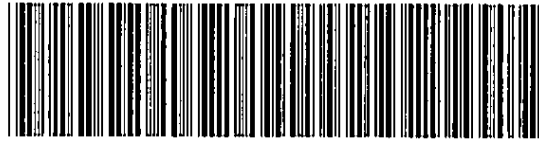
(Business Entity Name)

(Document Number)

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JUL 12 2021

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Merrell Inc.

Name of Corporation

DOCUMENT NUMBER: F18000003287

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

KIRKE MARSH

Name of Contact Person

TABS INC.

Firm/Company

228 E. 45TH ST. STE. 9E

Address

NEW YORK, NEW YORK 10017

City/State and Zip Code

COMPLIANCE@TABSINC.COM

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

For further information concerning this matter, please call:

KIRKE MARSH

Name of Contact Person

at (**347**) **694-5321**

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$35.00 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee

**NOT FOR PROFIT CORPORATION
APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION TO FILE
AMENDMENT TO APPLICATION FOR CONDUCTING AFFAIRS IN FLORIDA**
(Pursuant to s. 617.1504, F.S.)

**SECTION I
(1-3 MUST BE COMPLETED)**

(Document Number of Corporation (If known))

1. NEGOMETRIX USA INC.

(Name of corporation as it appears on the records of the Department of State)

2. Delaware

(Incorporated under laws of)

3. F18000003287

(Date authorized to conduct affairs in Florida)

**SECTION II
(4-8 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? Florida

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

5. Mercell Inc.

(Name of corporation after the amendment, adding suffix "corporation," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation. "Company," or "Co.," may not be used as a corporate suffix by a nonprofit corporation)

6. If the amendment changes the period of duration, indicate new period of duration and the date the change was effected.

NA

(New duration)

(Date)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction and the date the change was effected.

NA

(New jurisdiction)

(Date)

8. If the purpose which the corporation intends to pursue in Florida has changed, indicate new purpose.

NA

(The corporation is authorized to pursue such purpose in the jurisdiction of its incorporation)

9. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

(Signature of the chairman or vice chairman of the board, president, or other officer - if in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

KIRKE MARSH

(Typed or printed name of the person signing)

ASSISTANT SECRETARY

(Title of person signing)

CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION

NEGOMETRIX USA INC.

a Delaware Corporation

The Corporation organized and existing under, and by virtue of, the General Corporation Law of the State of Delaware does hereby certify:

FIRST: That at a meeting of the Board of Directors (the "Board") of NEGOMETRIX USA INC. (the "Corporation") resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation, declaring said amendment to be advisable and requesting that the shareholders of the Corporation consider such amendment. The resolution setting forth the proposed amendment is as follows:

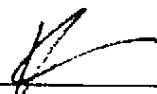
RESOLVED, that the Certificate of Incorporation of this Corporation be amended by changing the Article thereof numbered "FIRST" so that, as amended, said Article shall be, and read, as follows:

FIRST: The name of the Corporation is MERCELL INC..

SECOND: That thereafter, pursuant to Section 228 of the Delaware General Corporations Law, the Shareholder's approved the resolution and name change of the Corporation by executing and delivering a Shareholders' Action by Unanimous Written Consent of NEGOMETRIX USA INC..

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed this 11th day of May 2021.



Kirke Marsh, Asst. Secretary
NEGOMETRIX USA INC.