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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

EODER'S AMISH GIFT SHOP, INC

Signature

Requested by: SETH

09/15/14

Name Date Time

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___ Art of Inc. File
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___ UCC 11 Retrieval
___ Courier

of Merger was approved in a writing executed by all of the directors and shareholders of Yoder's Restaurant, Inc., a Florida corporation, in lieu of special meetings for that purpose, such writing dated as of September 10, 2014.

4. Effective Date. The Agreement and Plan of Merger shall be effective on October 1, 2014 (the "Effective Date").

IN WITNESS WHEREOF, each of the undersigned corporations has caused these Articles to be signed as of the Effective Date hereinabove set forth.

YODER'S AMISH GIFT SHOP, INC.,
a Florida corporation

By: ______________________

TODD EMRICH
Its: President

YODER'S RESTAURANT, INC.,
a Florida corporation

By: ______________________

TODD EMRICH
Its: President

AGREEMENT AND
PLAN OF MERGER

This agreement is made between YODER'S AMISH GIFT SHOP, INC., a Florida corporation, and YODER'S RESTAURANT, INC., a Florida corporation, the corporations being sometimes hereafter collectively referred to as the "Constituent Corporations."

WHEREAS, the respective Boards of Directors of the Constituent Corporations deem it advisable that YODER'S AMISH GIFT SHOP, INC. (the "Disappearing Corporation"), be merged with and into YODER'S RESTAURANT, INC., a Florida corporation (the "Surviving Corporation"), and desire to merge the two corporations under the laws of the State of Florida, in the manner provided therefore pursuant to those laws.

NOW, THEREFORE, in consideration of the premises and of the mutual agreements herein contained, the Constituent Corporations have agreed, and do hereby agree, to merge upon the terms and conditions below stated.

1. Agreement to Merge. The Constituent Corporations hereby agree that the Disappearing Corporation shall be merged into the Surviving Corporation.

2. Name of Merged Corporation. The name of the Surviving Corporation shall continue to be YODER'S RESTAURANT, INC.

3. Place of Office of Surviving Corporation. The place in Florida where the principal office of the Surviving Corporation is to be located is 3434 Bahia Vista Street, Sarasota, Florida 34239.

4. Purposes of Surviving Corporation. The purposes of the Surviving Corporation are to engage in any lawful act or activity for which corporations may be formed under the Florida Business Corporation Act.

5. Authorized Shares of Corporations. The present number of shares which the Disappearing Corporation is authorized to issue is 75,000 shares of no par voting common stock, of which 100 shares are now issued and outstanding. The present number of shares which the Surviving Corporation is authorized to issue is 500 shares of $1.00 par voting common stock, of

which 100 shares are now issued and outstanding.

6. Directors. The present directors of the Surviving Corporation shall continue as such until their successors are duly elected or designated after the effective date of the merger.

7. Mode of Effecting Merger. All outstanding shares of the Disappearing Corporation shall be cancelled as of the Effective Date defined below.

8. Reporting of Assets at Book Value in Accounts of Surviving Corporation; Pooling of Interests. The assets of the Disappearing Corporation shall be reported in the accounts of the Surviving Corporation at their book value as of the Effective Date. The aggregate stated capital, capital surplus, and earned surplus of the Constituent Corporations shall be, respectively, the stated capital, capital surplus, and earned surplus of the Surviving Corporation. All debts, liabilities and duties of the Disappearing Corporation shall become those of the Surviving Corporation.

9. Articles of Incorporation. The Articles of Incorporation of the Surviving Corporation shall remain the same without amendment.

10. Bylaws. The Bylaws of the Surviving Corporation shall remain the same without amendment.

11. Effective Date of Plan. This Plan of Merger shall become effective on October 1, 2014 (the "Effective Date").

IN WITNESS WHEREOF, the Constituent Corporations have caused their respective corporate names to be signed hereto, by their respective presidents and secretaries, thereunto duly authorized by the respective Board of Directors and shareholders of the Constituent Corporations, on the date indicated below.

YODER'S AMISH GIFT SHOP, INC.,
a Florida corporation

By: ______________________________
TODD EMRICH
Its: President and Secretary

Dated: September 10, 2014

YODER'S RESTAURANT, INC.,
a Florida corporation

By: ______________________________
TODD EMRICH
Its: President and Secretary

Dated: September 10, 2014

CERTIFICATE

The undersigned, in his capacity as President and Secretary of YODER'S AMISH GIFT SHOP, INC., a Florida corporation, does hereby certify:

1. That pursuant to the provisions of Florida Statutes Chapter 607, the Directors of YODER'S AMISH GIFT SHOP, INC., a Florida corporation, consented in writing on September 10, 2014, to the adoption of the foregoing Agreement and Plan of Merger.

2. That, pursuant to the provisions of Florida Statutes Chapter 607, the shareholders of YODER'S AMISH GIFT SHOP, INC., a Florida corporation, consented in writing on September 10, 2014, to the adoption of the foregoing Agreement and Plan of Merger and authorized the President and Secretary of said corporation to execute the agreement on its behalf.

IN WITNESS WHEREOF, I have hereunto set my hands on September 10, 2014.

YODER'S AMISH GIFT SHOP, INC.,
a Florida corporation

By: ______________________________

TODD EMRICH
Its: President

Dated: September 10th, 2014

CERTIFICATE

The undersigned, in his capacity as President and Secretary of YODER'S RESTAURANT, INC., a Florida corporation, does hereby certify:

1. That pursuant to the provisions of Florida Statutes Chapter 607, the Directors of YODER'S RESTAURANT, INC., a Florida corporation, consented in writing on September 10, 2014, to the adoption of the foregoing Agreement and Plan of Merger.

2. That, pursuant to the provisions of Florida Statutes Chapter 607, the shareholders of YODER'S RESTAURANT, INC., a Florida corporation, consented in writing on September 10, 2014, to the adoption of the foregoing Agreement and Plan of Merger and authorized the President and Secretary of said corporation to execute the agreement on its behalf.

IN WITNESS WHEREOF, I have hereunto set my hands on September 10, 2014.

YODER'S RESTAURANT, INC.,
a Florida corporation

By:

TODD EMRICH
Its: President

Dated: September 10, 2014

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