

Division of Corporations

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Division of Corporations
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From: Account Name : WILLIAMS, PARKER, HARRISON, DIRTZ & GOSWAMI, A.
Account Number : 072720000266
Phone : (941) 366-4800
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****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: anthaler@gmail.com

**MERGER OR SHARE EXCHANGE
A & E LLC**

Certificate of Status	1
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**CERTIFICATE OF MERGER
OF
THALER VIEWMASTER, LLC
INTO
A & E LLC**

A & E LLC, a Florida limited liability company ("A&E"), hereby delivers to the Florida Department of State for filing the following Certificate of Merger in accordance with Florida Statute 608.4382, for the merger of **THALER VIEWMASTER, LLC**, a Florida limited liability company ("Viewmaster"), with and into A&E. A&E shall be the surviving business entity.

1. A true copy of the Plan of Merger is attached hereto as "Exhibit A."
2. The foregoing Plan of Merger was approved by A&E in accordance with Section 608.4381, Florida Statutes.
3. The foregoing Plan of Merger was approved by Viewmaster in accordance with Section 608.4381, Florida Statutes.
4. The effective date of the merger is the date this Certificate of Merger is filed with the Florida Department of State.

IN WITNESS WHEREOF, this Certificate of Merger has been executed and delivered by the constituent business entities as of the Effective Date.

A & E LLC,
a Florida limited liability company

By: Arnold Thaler
Arnold Thaler
As its Manager

THALER VIEWMASTER, LLC,
a Florida limited liability company

By: Arnold Thaler
Arnold Thaler
As its Manager

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EXHIBIT A
PLAN OF MERGER
OF
THALER VIEWMASTER, LLC
INTO
A & E LLC

THALER VIEWMASTER, LLC, a Florida limited liability company, and **A & E LLC**, a Florida limited liability company, hereby adopt and approve the following plan as the Plan of Merger required by Section 608.4381, Florida Statutes. *The terms of the plan are as follows:*

1. The names of the business entities planning to merge are Thaler Viewmaster, LLC, a Florida limited liability company ("Viewmaster"), and A & E LLC, a Florida limited liability company ("A&E"). As a result of the merger, Viewmaster shall be merged with and into A&E. A&E shall be the surviving business entity.
2. The merger shall be effective on the date the Certificate of Merger is filed with the Florida Department of State (the "Effective Date").
3. The membership interests of Viewmaster will be cancelled. No change shall occur in the membership interests of A&E.
4. This plan shall be submitted to the Members and Manager of Viewmaster for approval. This plan shall be submitted to the Members and Manager of A&E for approval. The Articles of Organization for A&E will not differ from its Articles of Organization before the merger, and the members of A&E will hold the same membership interests, with identical designations, preferences, limitations, and relative rights, immediately after the merger.
5. The Members and Manager of Viewmaster, and the Members and Manager of A&E are hereby authorized to amend this plan at any time prior to the filing of the Certificate of Merger, to the extent permitted by law.
6. Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows: none.
7. There are no other terms of or conditions to the merger.