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Merger

1. Lake Balaton, Inc.  
(CORPORATE NAME AND DOCUMENT #)

2. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

3. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

4. \_\_\_\_\_  
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5. \_\_\_\_\_  
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6. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

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July 2, 2014

CORPORATE ACCESS, INC.

SUBJECT: LAKE BALATON, LLC  
Ref. Number: L03000054617

We have received your document and check(s) totaling \$90.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

PLEASE CORRECT ANY REFERENCE TO SECTION 608 OF THE FLORIDA STATUTES IN BOTH THE ARTICLES AND PLAN OF MERGER. PLEASE CORRECT THESE REFERENCES TO REFERENCE THE NEW LLC LAW USING SECTION 605 OF THE FLORIDA STATUTES. PLEASE VERIFY THESE FLORIDA STATUTE NUMBERS ON BOTH THE ORIGINAL AND COPY ATTACHED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Darlene Connell  
Regulatory Specialist II

Letter Number: 714A00014370

*Please file as  
of July 1<sup>st</sup>*

ARTICLES OF MERGER  
OF

LAKE BALATON, INC., a Florida corporation  
with and into  
LAKE BALATON, LLC, a Florida limited liability company

The undersigned entities, in accordance with the Florida Business Corporation Act and the Florida Revised Limited Liability Company Act, hereby adopt the following Articles of Merger.

ARTICLE I. Constituent Entities. The names of the constituent entities that are parties to the Merger and these Articles of Merger are LAKE BALATON, LLC, a Florida limited liability company (the "Surviving Company") and LAKE BALATON, INC., a Florida corporation (the "Merged Corporation").

ARTICLE II. Surviving Entity. The entity to survive the Merger is LAKE BALATON, LLC, a Florida limited liability company, which shall continue under its present name.

ARTICLE III. Plan of Merger. A copy of the Plan of Merger is attached hereto marked Exhibit "A" and made a part hereof (the "Plan of Merger").

ARTICLE III. Adoption. The Plan of Merger was duly adopted by the sole shareholder and the members of the Board of Directors of the Merged Corporation and by the Members and Managers of the Surviving Company by unanimous written actions of even date herewith as required by the laws of the State of Florida and no statement as to the rights of dissenting shareholders or members pursuant to Sections 605.1006, and 607.1103, Florida Statutes, is required.

ARTICLE IV. Effective Date. The Merger shall be effective as of the close of business on July 1, 2014.

IN WITNESS WHEREOF, these Articles of Merger have been duly executed as of June 30, 2014 in accordance with Sections 607.0120 and 607.1105 of the Florida Business Corporation Act and Sections 605.0203 and 605.1025 of the Florida Revised Limited Liability Company Act by the duly authorized representatives for each party.

ATTEST:

Rozsi Bogdan  
Its Secretary  
Print Name: ROZSI BOGDAN

(CORPORATE SEAL)

This merger is filed in compliance with the filing requirements under Chapter 605, Florida Statutes, but the surviving company shall remain subject to Chapter 608, Florida Statutes, until the earlier of the election to become subject to Chapter 605, Florida Statutes, or January 1, 2015

229125

LAKE BALATON, INC.,  
a Florida corporation

By: [Signature]  
Its (Vice) President  
Print Name: JANOS BOGDAN

LAKE BALATON, LLC, a Florida  
limited liability company

By: [Signature]  
Janos Bogdan, Manager/Member

By: [Signature]  
Rozsi Bogdan, Manager/Member

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PLAN OF MERGER

This PLAN OF MERGER (the "Plan"), is made and entered into as of July 1, 2014, by and between LAKE BALATON, LLC, a Florida limited liability company (the "Surviving Company") and LAKE BALATON, INC., a Florida corporation (the "Merged Corporation").

Recitals

A. The Surviving Company and the Merged Corporation desire to adopt a plan of reorganization within the meaning of Section 368 of the Internal Revenue Code of 1986, as amended, (the "Code") for the purpose of qualifying such asset acquisition as a reorganization pursuant to the provisions of Section 368(a)(1)(A) of such Code by effecting a merger pursuant to Chapters 608 and 607, Florida Statutes.

B. The Surviving Company desires to merge and combine with the Merged Corporation in order to expand its business and further its corporate purpose.

NOW, THEREFORE, for and in consideration of the recitals and the representations, warranties, covenants, agreements and undertakings hereinafter set forth, the parties agree to the following Plan of Merger and Reorganization:

1. Plan of Merger. On the Effective Date of the Merger specified herein, LAKE BALATON, INC., a Florida corporation, shall merge with and into LAKE BALATON, LLC, a Florida limited liability company, in accordance with the Merger Laws of the State of Florida. LAKE BALATON, LLC, a Florida limited liability company shall continue to exist under the laws of the State of Florida as the surviving entity (the "Surviving Company") and the separate existence of LAKE BALATON, INC. (the "Merged Corporation") shall terminate on the Effective Date of the Merger.

2. Articles of Organization. The Articles of Organization of the Surviving Company will not differ from its Articles of Organization before the Merger and shall not be changed by virtue of the Merger. Said Articles of Organization shall remain the Articles of Organization of the Surviving Company until amended in accordance with applicable law.

3. Effective Date of the Merger. The date the Merger shall become effective (the "Effective Date") shall be as of the close of business on July 1, 2014. Each of the parties hereto agrees that they shall execute such documents and such other instruments and take such corporate or other acts or actions as may be necessary to effectuate this Merger.

4. Effect of Merger. On the Effective Date of the Merger the separate existence of the Merged Corporation shall cease. As provided by the Florida Business Corporation Act and the Florida Limited Liability Company Act, the Surviving Company shall thereupon and thereafter possess all of the rights, privileges, immunities and franchises of a public, as well as of a private nature, of the Merged Corporation and be subject to all the restrictions, disabilities and duties of each such corporation; and all property, real, personal and mixed, and all debts due on whatsoever account, including all subscription to shares, and all other choses in action, and all and every interest, of or belonging to or due to the Merged Corporation shall be taken and deemed to be transferred to and vested in the Surviving Company without further act or deed; and the title to any real estate or any interest therein, vested in the Merged Corporation shall not revert or in any way be impaired by reason of such Merger. The Surviving Company shall henceforth be responsible and liable for all liabilities and obligations of the Merged Corporation; and any claim existing or action or proceeding pending by or against the Merged Corporation may be prosecuted as if such Merger had not taken place, or the Surviving Company may be substituted in its place. Neither the rights of creditors nor any liens upon the property of the Merged Corporation shall be impaired by such Merger.

5. Exchange of Shares/Membership Interests. On the Effective Date of the Merger, each issued share of the Merged Corporation shall be cancelled due to the fact that the sole shareholder of the Merged Corporation is the Surviving Company. The issued and outstanding Membership Interests of the Surviving Company shall not be converted or exchanged in any manner.

6. Joint Representations of the Parties. Each of the parties represents and warrants that it will treat this transaction as a reorganization pursuant to the provisions of Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended, and each of the parties represents and warrants that it will file its tax returns in such a manner so as to reflect this transaction as a reorganization pursuant to said provisions of the Internal Revenue Code.

7. S Corporation Election. The Surviving Company is an electing S corporation under Section 1361 of the Code and the Merged Corporation is a Qualified Subchapter S Subsidiary under Section 1361 (b)(3) of the Code. It is intended by the parties that the Surviving Company shall continue to be an electing S corporation under Section 1361 of the Code.

7. Managing Members. The names and business address of each managing member are as follows:

Janos Bogdan  
Post Office Box 7072  
Seminole, Florida 33775

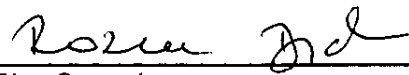
Rozsi Bogdan  
Post Office Box 7072  
Seminole, Florida 33775

8. Counterparts. This Agreement may be executed in one or more counterparts and all such counterparts collectively shall be deemed to constitute one and the same agreement.

9. Further Assurances. If, at any time, the Managers or Members of the Surviving Company shall determine that additional conveyances, documents, or other actions are necessary to carry out the provisions of this Plan of Merger, the officers and directors of the Merged Corporation as of the Effective Date of the Merger shall execute such conveyances, or documents or take such actions.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the day and year first above written.

ATTEST:

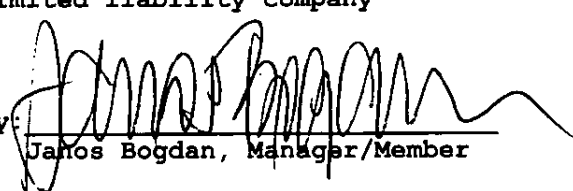
  
\_\_\_\_\_  
Its Secretary  
Print Name: ROZSI BOGDAN

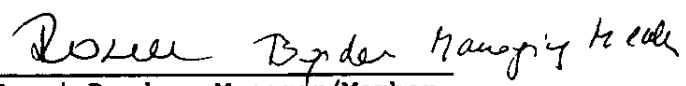
LAKE BALATON, INC.,  
a Florida corporation

By:   
\_\_\_\_\_  
Its (Vice) President  
Print Name: JANOS BOGDAN

(CORPORATE SEAL)

LAKE BALATON, LLC, a Florida  
limited liability company

By:   
\_\_\_\_\_  
Janos Bogdan, Manager/Member

By:   
\_\_\_\_\_  
Rozsi Bogdan, Manager/Member