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merger

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SECRETARY OF STATE
TALLAHASSEE, FL

**MERGER OR SHARE EXCHANGE
DISPERSAL ZONE PANTHER CONSERVATION LLC**

Certificate of Status	1
Certified Copy	0
Page Count	7
Estimated Charge	\$58.75

SECRETARY OF STATE
TALLAHASSEE, FL

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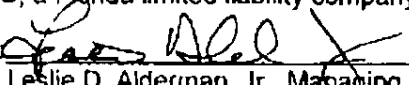
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SECRETARY OF STATE
TALLAHASSEE, FL

ARTICLES OF MERGER
(Pursuant to Section 605.1025, Fla. Stat.)

1. The undersigned limited liability companies, **DISPERSAL ZONE PANTHER CONSERVATION LLC**, a Florida limited liability company duly organized, validly existing and in good standing under the laws of the State of Florida, together with **DISPERSAL ZONE PANTHER CONSERVATION, III, LLC**, a Florida limited liability company duly organized, validly existing and in good standing under the laws of the State of Florida (hereinafter collectively referred to as the "**Constituent Companies**") have adopted a Plan of Merger.
2. Pursuant to Section 605.1026, Fla. Stat., attached hereto as **Exhibit "A"** and made a part hereof is the Plan of Merger.
3. The Surviving Company under the Plan of Merger is **DISPERSAL ZONE PANTHER CONSERVATION LLC**, a Florida limited liability company.
4. The Plan of Merger was adopted by the all of the members and managers of the Constituent Companies, at a meeting held on October 31, 2018.
5. The Effective Date of the merger of the Constituent Companies shall be November 30, 2018 at 11:59 p.m.
6. In order to facilitate the filing and recording of the Articles of Merger, any number of counterparts hereof may be executed, and facsimile and electronic pdf transmissions shall be deemed to be an original.

DISPERSAL ZONE PANTHER CONSERVATION LLC, a Florida limited liability company

By: 
Leslie D. Alderman, Jr., Managing Member

ACKNOWLEDGED AND AGREED THIS 31st DAY OF OCTOBER, 2018 BY:

DISPERSAL ZONE PANTHER CONSERVATION, III, LLC, a Florida limited liability company


By: 
Leslie D. Alderman, Jr., Managing Member

EXHIBIT "A"
PLAN OF MERGER

THIS PLAN OF MERGER, dated October 31, 2018 ("**Plan of Merger**"), is made between **DISPERSAL ZONE PANTHER CONSERVATION LLC**, a Florida limited liability company ("**Dispersal**") and **DISPERSAL ZONE PANTHER CONSERVATION, III, LLC** ("**III**" - Dispersal and III are sometimes hereinafter collectively referred to as the "**Constituent Companies**").

WITNESSETH:

WHEREAS, Dispersal, is a limited liability company duly organized, validly existing and in good standing under the laws of the State of Florida; and

WHEREAS, III is a limited liability company duly organized, validly existing and in good standing under the laws of the State of Florida; and

WHEREAS, all of the members and managers of each of Dispersal and III deem it advisable and in the best interests of said companies that III be merged with and into Dispersal as authorized by Section 605.1021, Fla. Stat. pursuant to the terms and conditions set forth herein and such actions were approved by the members and managers at a meeting held on October 31, 2018.

NOW THEREFORE, in consideration of the premises and the mutual covenants and agreements herein contained, and for the purpose of setting forth the terms and conditions of this Plan of Merger and the mode of carrying this merger into effect, and such other details and provisions as are deemed necessary or desirable, the parties hereto have agreed as follows:

1. The above recitations are true and correct and are incorporated herein by reference.

2. The Effective Date of the merger of the Constituent Companies shall be November 30, 2018 ("**Effective Date**") as provided in the Articles of Merger to which this Plan of Merger is attached hereto as **Exhibit "A"** and made a part hereof ("**Articles of Merger**").

3. On the Effective Date:

(a) III shall be merged with and into Dispersal, which shall be and is hereby designated as the "**Surviving Company**".

(b) The Surviving Company shall continue to be a Florida limited liability company.

(c) The legal existence of III as a separate, distinct company shall be extinguished.

(d) The Operating Agreement of Dispersal, shall be the Operating Agreement of the Surviving Company.

(e) At the Effective Date, all members of III shall remain members of the Surviving Company, with rights, privileges and responsibilities consistent with the status of each member as further described in the Operating Agreement of Dispersal.

(f) The Surviving Company shall, post-merger: (i) possess all of the rights, privileges, powers and franchises; (ii) be subject to all the restrictions, liabilities and duties; (iii) own and control all property, real, personal and mixed; (iv) be responsible for any and all debts due on whatever account; and (v) retain rights in any and all claims or actions, arising from, related to, assumed, assigned, owned or controlled by each Constituent Company.

(g) All acts, plans, policies, contracts, approvals and authorizations of III authorized or approved by its members or managers, that are valid and effective prior to the Effective Date, shall be taken for all purposes as the acts, plans, policies, contracts, approvals and authorizations of the Surviving Company and shall be as effective and binding thereon as the same were with respect to III prior to the merger.

4. Dispersal agrees to pay members with appraisal rights (if any) the amount to which such members are entitled to under Sections 605.1006 and 605.1061 – 1072, Fla. Stat.

5. In order to facilitate the filing and recording of this Plan of Merger, any number of counterparts hereof may be executed, and facsimile and electronic pdf transmissions shall be deemed to be an original.

IN WITNESS WHEREOF, the parties hereto have set their hands and seals on the date and year first above written.

**DISPERSAL ZONE PANTHER CONSERVATION
LLC**, a Florida limited liability company

By: _____
Leslie D. Alderman, Jr., Managing Member

**ACKNOWLEDGED AND AGREED THIS 31st DAY
OF OCTOBER, 2018 BY:**

**DISPERSAL ZONE PANTHER CONSERVATION, III,
LLC**, a Florida limited liability company

By: _____
Leslie D. Alderman, Jr., Managing Member

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NOW THEREFORE, in consideration of the premises and the mutual covenants and agreements herein contained, and for the purpose of setting forth the terms and conditions of this Plan of Merger and the mode of carrying this merger into effect, and such other details and provisions as are deemed necessary or desirable, the parties hereto have agreed as follows:

1. The above recitations are true and correct and are incorporated herein by reference.

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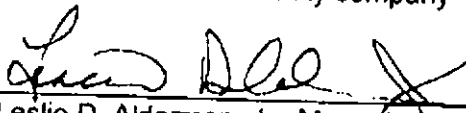
IN WITNESS WHEREOF, the parties hereto have set their hands and seals on the date and year first above written.

**DISPERSAL ZONE PANTHER CONSERVATION
LLC, a Florida limited liability company**

By: 
Leslie D. Alderman, Jr., Managing Member

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OF OCTOBER, 2018 BY:**

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LLC, a Florida limited liability company**

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Leslie D. Alderman, Jr., Managing Member