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(Requestor's Name)

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(City/State/Zip/Phone #)

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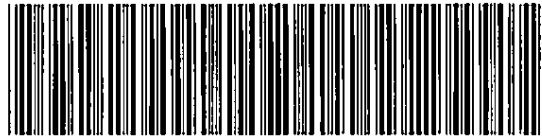
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

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2017 FEB 15 PM 9:44  
17 FEB 15 PM 12:50

EFFECTIVE DATE

Feb 16, 2017

Merger / CC

FEB 16 2017

I ALBRITTON

# CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312

850-656-4724

850-508-1891 (cell)

Date: 2-15-17  
ACCT. I20160000072

en: c SW

Name:	WD MERGER SUB
Document #:	3, LLC
Order #:	

Certified Copy of Arts & Amend:			
Plain Copy:			
Certificate of Good Standing:			
Apostille/Notarial Certification:		Country of Destination:	
		Number of Certs:	

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W.P. Verifier	_____
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Amount: \$ 105.00

Thank you!

**EFFECTIVE DATE**

Feb 16, 2017

**ARTICLES OF MERGER**  
**FOR**  
**FLORIDA LIMITED LIABILITY COMPANY**

The following Articles of Merger is submitted to merge the following Florida Limited Liability Companies in accordance with s. 605.1025, Florida Statutes:

**First:** The exact name, form/entity type, and jurisdiction for each **merging** party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
WD Merger Sub 3, LLC	Florida	Limited liability company
WellCard, LLC	Florida	Limited liability company

**Second:** The exact name, form/entity type, and jurisdiction of the **surviving** party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
WellCard, LLC	Florida	Limited liability company

**Third:** The merger was approved by each domestic merging entity that is a limited liability company in accordance with ss.605.1021-605.1026; and by each member of such limited liability company who as a result of the merger will have interest holder liability under s.605.1023(1)(b).

**Fourth:** This entity exists before the merger and is a domestic filing entity, the amendment to its public organic record is attached hereto as Exhibit A.

**Fifth:** This entity agrees to pay any members with appraisal rights the amount to which members are entitled under ss.605.1006 and 605.1061-605.1072, Florida Statutes.

**Sixth:** The delayed effective date of the merger shall be February 16, 2017 at 11:59 p.m. ET.

**Seventh:** The Plan of Merger is attached hereto as Exhibit B. The Plan of Merger was adopted by the surviving party and the merging party.

[Signature Page Follows]

FILED  
2017 FEB 15 AM 9:44  
CLERK OF CIRCUIT COURT  
IN AND FOR THE COUNTY OF DALLAS, TEXAS


[Signature Page to Articles of Merger]

The undersigned hereby affirm that the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

WD Merger Sub 3, LLC,  
a Florida limited liability company

WellCard, LLC,  
a Florida limited liability company

By: WD Wolverine Holdings, LLC,  
its sole member

By:   
Print Name: Stephen Wise  
Title: President

By: \_\_\_\_\_  
Print Name: Philip G. Mowry  
Title: Manager

[Signature Page to Articles of Merger]

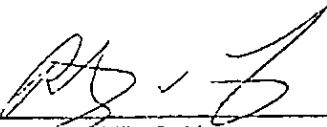
The undersigned hereby affirm that the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

WD Merger Sub 3, LLC,  
a Florida limited liability company

WellCard, LLC,  
a Florida limited liability company

By: WD Wolverine Holdings, LLC,  
its sole member

By: \_\_\_\_\_  
Print Name: \_\_\_\_\_  
Title: \_\_\_\_\_

By:  \_\_\_\_\_  
Print Name: Philip G. Mowry  
Title: Manager

**Exhibit A**

See attached.

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION  
OF

WellCard, LLC

(Name of the Limited Liability Company as it now appears on our records.)

(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on February 4, 2011 and assigned Florida document number L11000016548.

This amendment is submitted to amend the following:

**A. If amending name, enter the new name of the limited liability company here:**

N/A

The new name must be distinguishable and contain the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

**Enter new principal offices address, if applicable:**

N/A

**(Principal office address MUST BE A STREET ADDRESS)**

**Enter new mailing address, if applicable:**

N/A

**(Mailing address MAY BE A POST OFFICE BOX)**

**B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:**

Name of New Registered Agent:

CT Corporation System

New Registered Office Address:

1200 South Pine Island Road

Enter Florida street address

Plantation

City

Florida

33324

Zip Code

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.*



If Changing Registered Agent, Signature of New Registered Agent





**D. If amending any other information, enter change(s) here:** *(Attach additional sheets, if necessary.)*

N/A

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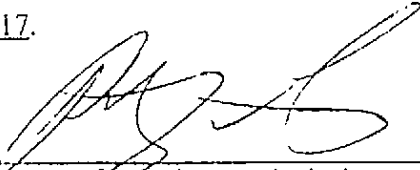
**E. Effective date, if other than the date of filing:** February 16, 2017 at 11:59 p.m. ET.  
(If an effective date is listed, the date must be specific and cannot be prior to date of filing or more than 90 days after filing.) Pursuant to 605.0207 (3)(b)  
Note: If the date inserted in this block does 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.

[SIGNATURE PAGE FOLLOWS]

[Signature Page to Articles of Amendment to Articles of Organization]

The undersigned hereby affirms that the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Dated February 15, 2017.

A handwritten signature in black ink, appearing to read 'P. G. Mowry', written over a horizontal line.

\_\_\_\_\_  
Signature of a member or authorized representative of a member

\_\_\_\_\_  
Philip G. Mowry, Manager of WellCard, LLC

\_\_\_\_\_  
Typed or printed name of signee

**Exhibit B**

See attached.

### Plan of Merger

The following plan of merger (this "**Plan of Merger**") is hereby adopted and submitted in compliance with Section 605.1022, Florida Statutes.

**First:** The name, jurisdiction of formation, and type of entity of each merging entity are:

<u>Name</u>	<u>Jurisdiction</u>	<u>Type of Entity</u>
WD Merger Sub 3, LLC	Florida	Limited liability company
WellCard, LLC	Florida	Limited liability company

**Second:** The name, jurisdiction of formation, and type of entity of the surviving entity in the merger are:

<u>Name</u>	<u>Jurisdiction</u>	<u>Type of Entity</u>
WellCard, LLC	Florida	Limited liability company

**Third:** The terms and conditions of the merger are as follows:

(a) As a result of the merger and at the effective time of the merger (the "**Effective Time**") as set forth in the articles of merger (the "**Articles of Merger**") filed with the Florida Department of State, Division of Corporations ("**DOS**"), the separate corporate existence of WD Merger Sub 3, LLC, a Florida limited liability company (the "**Disappearing Entity**"), will cease and WellCard, LLC, a Florida limited liability company (the "**Surviving Entity**"), will continue to survive the merger as the surviving entity. As a result of the merger, the Surviving Entity will succeed to and assume, by operation of law, all the rights and obligations of the Disappearing Entity.

(b) The articles of organization of the Surviving Entity shall be amended as of the Effective Time, in the form attached to the Articles of Merger as Exhibit A, and shall be the amended articles of organization of the Surviving Entity and shall continue as such until altered, amended or repealed.

(c) At the Effective Time, the effect of the merger shall be as provided in the applicable provisions of Florida Revised Limited Liability Company Act (as amended from time to time, the "**LLC Act**"), including without limitation the provisions of Section 605.1026 of the LLC Act, which are incorporated herein by reference.

**Fourth:** The manner and basis of converting the ownership interests of each entity into ownership interests, obligations, or other equity securities of the Surviving Entity or any other entity or, in whole or in part, into cash or other property, and the manner and basis of converting rights to acquire ownership interests of each entity into rights to acquire ownership interests, obligations, or other equity securities of the Surviving Entity or any other entity or, in whole or in part, into cash or other property are as follows:

(a) The ownership interests of the Surviving Entity that are issued and outstanding immediately prior to the Effective Time shall, by virtue of the merger and without any action on the part of the holder thereof, be cancelled, retired and extinguished without any conversion thereof, and no payment will be made with respect thereto.

(b) Each ownership interest of the Disappearing Entity that is issued and outstanding immediately prior to the Effective Time (as a percentage of the total issued and outstanding ownership interests of the Disappearing Entity immediately prior to the Effective Time) shall, by virtue of the merger and without any action on the part of the holder thereof, be cancelled, retired, extinguished and converted into an equivalent percentage of ownership interests of the Surviving Entity.

**Fifth:** This Plan of Merger may be amended, modified or supplemented, in whole or in part, at any time prior to the Effective Time with the written consent of the Disappearing Entity and the Surviving Entity.

**Sixth:** This Plan of Merger may be abandoned at any time prior to the Effective Time by filing with the DOS a statement of abandonment, duly executed by the Disappearing Entity and the Surviving Entity. Such statement of abandonment must contain the name of the Disappearing Entity and the Surviving Entity, the date on which the Articles of Merger were delivered to the DOS for filing, and a statement that the merger has been abandoned in accordance with Section 605.1024 of the LLC Act.

\* \* \* \* \*