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**MERGER OR SHARE EXCHANGE
LAZY DAYS BEACH RENTALS 2 LLC**

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**ARTICLES OF MERGER
OF
LAZY DAYS BEACH RENTALS 2 LLC
AND
LAZY DAYS BEACH RENTALS 3, LLC**

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The following articles of merger are submitted in accordance with the Florida Revised Limited Liability Company Act, pursuant to §605.1025, Florida Statutes.

ARTICLE I – SURVIVING LIMITED LIABILITY COMPANY

The name of the surviving limited liability company is LAZY DAYS BEACH RENTALS 2 LLC (Document # L14000039209), which was formed under the laws of and is subject to the jurisdiction of Florida.

ARTICLE II – MERGING LIMITED LIABILITY COMPANY

The name of the merging limited liability company is LAZY DAYS BEACH RENTALS 3, LLC (Document # L16000054166) which was formed under the laws of and is subject to the jurisdiction of Florida.

ARTICLE III – PLAN OF MERGER

The Plan of Merger is attached.

ARTICLE IV – EFFECTIVE DATE

The merger shall become effective on the date of filing of these Articles of Merger with the Florida Secretary of State.

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4. The merger shall be effective as of the date of filing the Articles of Merger with the Florida Secretary of State (the "Effective Time").

5. At the Effective Time, LAZY DAYS BEACH RENTALS 3, LLC (Document # L16000054166) ("Lazy Days 3") shall be merged with and into LAZY DAYS BEACH RENTALS 2 LLC (Document # L14000039209) ("Lazy Days 2") with Lazy Days 2 being the surviving limited liability company. The separate corporate existence of Lazy Days 3 shall cease at the Effective Time, and all assets, liabilities, rights, privileges and franchises of Lazy Days 3 shall inure to Lazy Days 2. The Membership Interests of Lazy Days 3 shall be extinguished at the Effective Time.

Executed this 5 day of APRIL, 2017.

LAZY DAYS BEACH RENTALS 2 LLC

By: ENDLESS SUMMER BEACH RENTALS, LLC, as
Manager and Member of Lazy Days Beach Rentals 2 LLC

By: [Signature]
Stephen Ryan Christopher, its Manager

By: [Signature]
Ashley Curd, as Manager and Member of Lazy Days Beach Rentals 2 LLC

LAZY DAYS BEACH RENTALS 3 LLC

By: LAZY DAYS BEACH RENTALS 2 LLC, as
the sole Member of Lazy Days Beach Rentals 3 LLC

By: ENDLESS SUMMER BEACH RENTALS, LLC, as
Manager of Lazy Days Beach Rentals 2 LLC

By: [Signature]
Name: Stephen Ryan Christopher, its Manager

By: [Signature]
Ashley Curd, as Manager of Lazy Days Beach Rentals 2 LLC

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PLAN OF MERGER

This Plan of Merger (this "Plan of Merger") between LAZY DAYS BEACH RENTALS 2 LLC, a Florida limited liability company ("Lazy Days 2") formed on March 7, 2014, and LAZY DAYS BEACH RENTALS 3, LLC, a Florida limited liability company ("Lazy Days 3") formed on March 16, 2016.

WITNESSETH:

WHEREAS, Lazy Days 2 is a limited liability company duly organized, validly existing and in good standing under the laws of the State of Florida with 2 members (the "Member") holding 100% of the membership interests (the "Membership Interests");

WHEREAS, Lazy Days 2 has no options or warrants issued and outstanding;

WHEREAS, Lazy Days 3 is a limited liability company duly organized, validly existing and in good standing under the laws of the State of Florida with 1 member (the "Member") holding 100% of the membership interests (the "Membership Interests");

WHEREAS, Lazy Days 3 has no options or warrants issued and outstanding;

WHEREAS, the members representing all of the membership interests of Lazy Days 3 (the "Lazy Days 3 Members") have determined that it is advisable and in the best interests of Lazy Days 3 for Lazy Days 2 to merge with and into Lazy Days 2 upon the terms and conditions set forth herein;

WHEREAS, the members representing all of the membership interests of Lazy Days 2 (the "Lazy Days 2 Members") have determined that it is advisable and in the best interests of Lazy Days 2 for Lazy Days 3 to merge with and into Lazy Days 2 upon the terms and conditions set forth herein;

WHEREAS, the Lazy Days 2 Members and the Lazy Days 3 Members have approved the merger, the Articles of Merger and this Plan of Merger; and

NOW, THEREFORE, for and in consideration of the mutual premises contained herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. The following plan of merger is submitted in compliance with §617.1105, Florida Statutes.
2. The name of the surviving limited liability company is LAZY DAYS BEACH RENTALS 2 LLC (Document # L14000039209), which was formed under the laws of and is subject to the jurisdiction of Florida.
3. The name of the merging limited liability company is LAZY DAYS BEACH RENTALS 3, LLC (Document # L16000054166) which was formed under the laws of and is subject to the jurisdiction of Florida.

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**ARTICLE V- ADOPTION OF MERGER BY
SURVIVING LIMITED LIABILITY COMPANY AND MERGING LIMITED
LIABILITY COMPANY**

The merger was approved by each domestic merging entity that is a limited liability company in accordance with §§ 605.1021-605.1026, Florida Statutes; and by each member of such limited liability company who as a result of the merger will have interest holder liability under § 605.1023(1)(b) Florida Statutes, on April 5, 2017.

ARTICLE VI- APPRAISAL RIGHTS

Each entity agrees to pay any members with appraisal rights the amount, to which members are entitled under §§ 605.1006 and 605.1061-605.1072, Florida Statutes.

Executed this 5 day of APRIL, 2017.

LAZY DAYS BEACH RENTALS 2 LLC

By: ENDLESS SUMMER BEACH RENTALS, LLC, as
Manager and Member of Lazy Days Beach Rentals 2 LLC

By: 
Stephen Ryan Christopher, its Manager

By: 
Ashley Card, as Manager and Member of Lazy Days Beach Rentals 2 LLC

LAZY DAYS BEACH RENTALS 3 LLC

By: LAZY DAYS BEACH RENTALS 2 LLC, as
the sole Member of Lazy Days Beach Rentals 3 LLC

By: ENDLESS SUMMER BEACH RENTALS, LLC, as
Manager of Lazy Days Beach Rentals 2 LLC

By: 
Name: Stephen Ryan Christopher, its Manager

By: 
Ashley Card, as Manager of Lazy Days Beach Rentals 2 LLC

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