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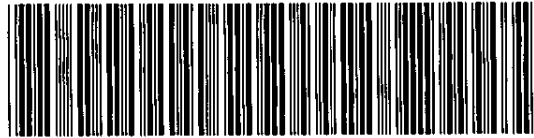
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DEPARTMENT OF STATE
14 DEC 31 PM 3:26

Att. of
Mergers

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14 DEC 31 AM 9:00

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DATE: 12/31/14

NAME: OAKZ MEDIA, LLC

TYPE OF FILING: MERGER

COST: 140.00

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ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE

Abbie Hodge

** File Ffth **

STATE OF FLORIDA
ARTICLES OF MERGER
OF

PINK SNEAKERS PRODUCTIONS, INC.
(a Florida corporation),

ORLANDO LIGHT, SOUND, AND FILM, LLC
(a Florida limited liability company), and

MAD SKILLS ENTERTAINMENT, LLC
(a Florida limited liability company)

INTO

OAKZ MEDIA, LLC
(a Florida limited liability company)

Pursuant to Section 607.1108 of the Florida Business Corporation Act ("FBCA"), Section 608.439 of the Florida Limited Liability Company Act ("FLLCA") and Section 605.1021 of the Florida Revised Limited Liability Company Act ("FRLLCA"), OAKZ Media, LLC, a Florida limited liability company ("Holdco"), Pink Sneakers Productions, Inc., a Florida corporation ("Pink Sneakers"), Orlando Light, Sound, and Film, LLC, a Florida limited liability company ("Orlando LS&F"), and Mad Skills Entertainment, LLC, a Florida limited liability company ("Mad Skills"), adopt the following Articles of Merger. The name of the surviving limited liability company, upon the Effective Date (as defined below), will be OAKZ MEDIA, LLC.

ADOPTION OF PLAN

On the 31st day of December, 2014, the board of directors and shareholders of Pink Sneakers, and the members of Holdco, Orlando LS&F, and Mad Skills, respectively, unanimously adopted the Agreement and Plan of Merger, a copy of which is attached hereto as

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14 DEC 31 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Exhibit A (the "Plan of Merger"). The Plan of Merger satisfies all of the requirements of the FBCA, FLLCA and FRLCA. The Plan of Merger has been approved by each domestic merging entity that is a limited liability company in accordance with the applicable provisions of the FLLCA and FRLCA and by each domestic corporation that is a party to the merger in accordance with the applicable provisions of the FBCA. Holdco has agreed to pay to any members of any limited liability company with appraisal rights the amount to which such members are entitled under the provisions of Sections 605.1006 and 605.1061-605.1.072 of the FRLCA.

EFFECTIVE DATE

The merger of Pink Sneakers, Orlando LS&F and Mad Skills with and into Holdco will become effective on January 1, 2015 (the "Effective Date").

SURVIVING LIMITED LIABILITY COMPANY

Pink Sneakers, Orlando LS&F and Mad Skills shall merge with and into Holdco with Holdco as the surviving limited liability company. There are no changes to the public organic record of Holdco.

[Signature page follows.]

IN WITNESS WHEREOF, each of the parties has caused these Articles of Merger to be executed on its behalf by its duly authorized officers, as of the day and year first written above.

HOLDCO:

OAKZ MEDIA, LLC

By: 

Name: Kimberly Ehrhard

Title: Member

PINK SNEAKERS:

PINK SNEAKERS PRODUCTIONS, INC.

By: 

Name: John Ehrhard

Title: President

ORLANDO LS&F:

ORLANDO LIGHT, SOUND, AND FILM,
LLC

By: 

Name: Kimberly Ehrhard

Title: Member

MAD SKILLS:

MAD SKILLS ENTERTAINMENT, LLC

By: 

Name: Kimberly Ehrhard

Title: Member

EXHIBIT A

[Agreement and Plan of Merger]

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER (the "Agreement") is dated as of December 31, 2014 by and among OAKZ Media, LLC, a Florida limited liability company ("Holdco"), Pink Sneakers Productions, Inc., a Florida corporation ("Pink Sneakers"), Orlando Light, Sound, and Film, LLC, a Florida limited liability company ("Orlando LS&F"), and Mad Skills Entertainment, LLC, a Florida limited liability company ("Mad Skills").

Pursuant to Section 607.1108 of the Florida Business Corporation Act ("FBCA"), Section 608.439 of the Florida Limited Liability Company Act ("FLLCA") and Section 605.1021 of the Florida Revised Limited Liability Company Act (the ("FRLLCA"), the parties hereby agree that each of Pink Sneakers, Orlando LS&F and Mad Skills shall merge with and into Holdco (the "Merger") according to the terms set forth below:

FIRST: Holdco is a limited liability company duly organized, validly existing and in good standing under the laws of the State of Florida.

SECOND: Pink Sneakers is a corporation duly organized, validly existing and in good standing under the laws of the State of Florida.

THIRD: Orlando LS&F is a limited liability company duly organized, validly existing and in good standing under the laws of the State of Florida.

FOURTH: Mad Skills is a limited liability company duly organized, validly existing and in good standing under the laws of the State of Florida.

FIFTH: Kimberly Ehrhard and John Ehrhard are the members of Holdco and hold fifty-one percent (51%) and forty-nine percent (49%), respectively, of the membership interests of Holdco.

SIXTH: Kimberly Ehrhard and John Ehrhard are the shareholders of Pink Sneakers and hold fifty-one percent (51%) and forty-nine percent (49%), respectively, of the outstanding shares of Pink Sneakers and constitute all of the members of the board of directors of Pink Sneakers.

SEVENTH: Kimberly Ehrhard and John Ehrhard are the members of Orlando LS&F and hold fifty-one percent (51%) and forty-nine percent (49%), respectively, of the membership interests of LS&F.

EIGHTH: Kimberly Ehrhard and John Ehrhard are the members of Mad Skills and hold fifty-one percent (51%) and forty-nine percent (49%), respectively, of the membership interests of Mad Skills.

NINTH: The name of the surviving entity is OAKZ Media, LLC (as such, the "Surviving Entity"). The names of the disappearing corporation and limited liability companies are Pink Sneakers, Productions, Inc., Orlando Light, Sound, and Film, LLC and Mad Skills Entertainment, LLC (the "Disappearing Entities").

TENTH: The Merger shall be effective as of January 1, 2015 under the applicable provisions of the FBCA, FLLCA and FRLCA upon the filing of the Articles of Merger with the Florida Department of State (the "Effective Date"). Upon the Merger, the corporate and limited liability existence of each of the Disappearing Entities with all their respective purposes, powers and objects, shall continue unaffected and unimpaired by the Merger, and the corporate and limited liability company identity and existence of each of the Disappearing Entities with all their respective purposes, powers and objects, shall be merged with and into the OAKZ Media, LLC, as the Surviving Entity. The separate existence and corporate and limited liability organization of each of the Disappearing Entities shall cease as of the Effective Date.

ELEVENTH: As of the Effective Date, (A) the issued and outstanding shares of the capital stock of Pink Sneakers shall, by virtue of the Merger and without any action by the holders thereof, be cancelled and retired and no shares or other equity interests of the Surviving Entity, cash or other consideration shall be paid or delivered in exchange therefore; (B) the certificates representing the issued and outstanding shares of Pink Sneakers shall be cancelled; (C) the issued and outstanding membership interests of Orlando LS&F and Mad Skills shall, by virtue of the Merger and without any action by the holders thereof, be cancelled and retired and no membership interests or other equity interests of the Surviving Entity, cash or other consideration shall be paid or delivered in exchange therefore; (D) the Surviving Entity shall possess all assets and property of every description, and every interest therein, wherever located, and the rights, privileges, powers, franchises, and authority, of a public as well as of a private nature, of both the Surviving Entity and all of the Disappearing Entities; (E) obligations belonging to or due any of the Surviving Entity or Disappearing Entities shall be vested in the Surviving Entity without further act or deed, and the title to any real estate vested by deed or otherwise in any of such entities shall be vested in the Surviving Entity and shall not revert or be in any way impaired by reason of the Merger; (F) all rights of creditors and all liens upon any property of any of the parties to the Merger shall be preserved unimpaired, and a proceeding pending against either of them may be continued as if the Merger did not occur, or the Surviving Entity may be substituted in the proceeding for any Disappearing Entity; and (G) all debts, liabilities, and duties of the respective parties to the Merger shall attach to the Surviving Entity and may be enforced against it to the same extent as if such debts, liabilities and duties had been incurred or contracted by it.

TWELFTH: The parties to the Merger shall file all certificates, instruments, and documents and take such other actions as are necessary or appropriate to effectuate the Merger and all other transactions contemplated by this Agreement, including without limitation filing articles of merger, paying all filing fees, franchise taxes and conveyance fees, and obtaining all regulatory approvals.

IN WITNESS WHEREOF, each of the parties has caused this Agreement and Plan of Merger to be executed on its behalf by its duly authorized officers, as of the day and year first written above.


HOLDCO:

OAKZ MEDIA, LLC

By: 
Name: Kimberly Ehrhard
Title: Member

PINK SNEAKERS:

PINK SNEAKERS PRODUCTIONS, INC.

By: 
Name: John Ehrhard
Title: President

ORLANDO LS&F:

ORLANDO LIGHT, SOUND, AND FILM,
LLC

By: 
Name: Kimberly Ehrhard
Title: Member

MAD SKILLS:

MAD SKILLS ENTERTAINMENT, LLC

By: 
Name: Kimberly Ehrhard
Title: Member