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DIVISION OF CORPORATIONS
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JUL 1 2015

C LEWIS

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: STRATEGIC GLOBAL INVESTMENTS GROUP, LLC

Name of Surviving Party

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

PAUL M. CUMMINGS

Contact Person

WEINER & CUMMINGS, P.A.

Firm/Company

1428 BRICKELL AVENUE SUITE 400

Address

MIAMI, FLORIDA 33131

City, State and Zip Code

PAUL@WCVLAW.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

PAUL M. CUMMINGS at (305) 371-7800 EXT 103

Name of Contact Person

Area Code

Daytime Telephone Number

☐ Certified copy (optional) \$30.00

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

CR2E080 (2/14)

ARTICLES OF MERGER

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The following Articles of Merger are submitted in accordance with Sections 605.1022 and 605.1025 of the Florida Statutes, as of March 25, 2015.

FIRST:

The names, street addresses of its principal offices, jurisdiction of organization and entity type of each of the merging entities are as follows:

1. **INFINITY GLOBAL INVESTMENTS, LLC**, a Florida limited liability company

Address: 1680 Meridian Avenue
Suite 101
Miami Beach FL 33139

2. **INFINITY GLOBAL INVESTMENTS 2, LLC**, a Florida limited liability company

Address: 1680 Meridian Avenue
Suite 101
Miami Beach FL 33139

3. **INFINITY GLOBAL INVESTMENTS 3, LLC**, a Florida limited liability company

Address: 1680 Meridian Avenue
Suite 101
Miami Beach FL 33139

SECOND:

The name, street address of its principal office, jurisdiction or organization and entity type of the surviving entity are as follows:

STRATEGIC GLOBAL INVESTMENTS GROUP, LLC, a Florida limited liability company

Address: 6721 SW 69 Terrace
Miami FL 33143

THIRD:

The Agreement and Plan of Merger, attached hereto as Exhibit A, meets the requirements of Section 605.1022, Florida Statutes, and was approved by each of the Merging Entities and the Surviving Entity in accordance with the applicable provisions of Chapter 605, Florida Statutes.

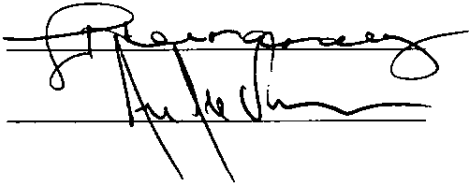
FOURTH:

15 JUN 23 PM 1:25

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

IN WITNES WHEREOF, the undersigned have executed these Articles of Merger as of the date first above written.

WITNESSES:




MERGING ENTITIES:


INFINITY GLOBAL INVESTMENTS,
LLC, a Florida limited liability company

By: 
DAN MAZA
Authorized Signatory

INFINITY GLOBAL INVESTMENTS 2,
LLC, a Florida limited liability company


By: 
DAN MAZA
Authorized Signatory

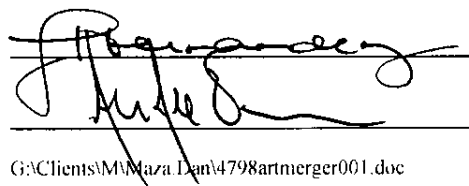
INFINITY GLOBAL INVESTMENTS 3,
LLC, a Florida limited liability company

By: 
DAN MAZA
Authorized Signatory

SURVIVING ENTITY:

STRATEGIC GLOBAL INVESTMENTS
GROUP, LLC, a Florida limited liability company

By: 
DAN MAZA
Authorized Signatory



AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER (this "Plan") is executed, adopted and approved as of March 25, 2015 among **INFINITY GLOBAL INVESTMENTS, LLC**, a Florida limited liability company, **INFINITY GLOBAL INVESTMENTS 2, LLC**, a Florida limited liability company, **INFINITY GLOBAL INVESTMENTS 3, LLC**, a Florida limited liability company (individually referred to as a "Merging Entity" and collectively as the "Merging Entities"), and **STRATEGIC GLOBAL INVESTMENTS GROUP, LLC**, a Florida limited liability company (the "Surviving Entity").

WHEREAS, all of the members of the Merging Entities and all of the members of the Surviving Entity have determined that it is advisable and in the best interests of each such entity and its respective members that each Merging Entity be merged with and into the Surviving Entity on the terms and subject to the conditions set forth herein (the "Merger").

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration and the sum of Ten Dollars (\$10.00), the receipt and sufficiency of which is hereby acknowledged and the parties intending to be legally bound agree as follows:

ARTICLE I

The Merger

At the Effective Time (as defined in Article VI hereof), the Merging Entities shall be merged with and into the Surviving Entity in accordance with the Florida Revised Limited Liability Company Act, as amended, and the separate existence of each Merging Entity shall cease and the Surviving Entity shall thereafter continue as the Surviving Entity under the laws of the State of Florida.

ARTICLE II

The Surviving Company

At the Effective Time, the Articles of Organization of the Surviving Entity, as in effect immediately prior to the Effective Time (the "Articles of Organization"), shall be the Articles of Organization of the Surviving Entity.

At the Effective Time, the Operating Agreement of the Surviving Entity (the "Operating Agreement"), as in effect immediately prior to the Effective Time, shall be the Operating Agreement of the Surviving Entity, until thereafter altered, amended or repealed in accordance with applicable laws, the Articles of Organization and the Operating Agreement.

EXHIBIT A

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ARTICLE III
Manner and Basis of Converting Membership Interests

At the Effective Time (i) all of the outstanding membership interests of each Merging Entity shall be surrendered and canceled, and no additional membership interests of the Surviving Entity or other property will be issued in exchange therefor, and (ii) all of the outstanding membership interests of the Surviving Entity shall remain outstanding, and the current members of the Surviving Entity shall continue to own the same membership interests of the Surviving Entity as immediately prior to the Effective Time.

ARTICLE IV
Approval

The Merger contemplated by this Plan has previously been submitted to and unanimously approved by the respective members of the Merging Entity and the Surviving Entity.

ARTICLE V
Effect of Merger

At the Effective Time, all property, rights, privileges, powers and franchises of the Merging Entity shall vest in the Surviving Entity, and all liabilities and obligations of the Merging Entity shall become liabilities and obligations of the Surviving Entity.

ARTICLE VI
Effective Time

As used in this Plan, the term "Effective Time" shall mean the date and time of filing of the Articles of Merger of the Merging Entity with and into the Surviving Entity with the Department of State of the State of Florida, with respect to the Merger.

(Signatures on following pages.)

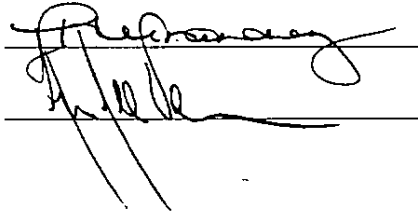
IN WITNESS WHEREOF, the undersigned have executed this Plan as of the date first above written.


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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WITNESSES:

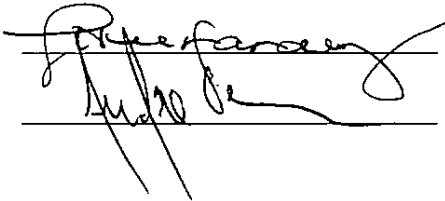
MERGING ENTITIES:


INFINITY GLOBAL INVESTMENTS,
LLC, a Florida limited liability company



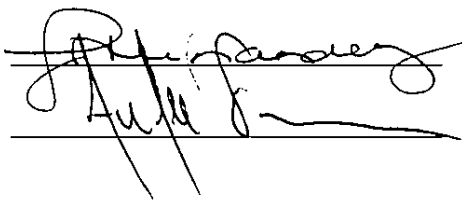
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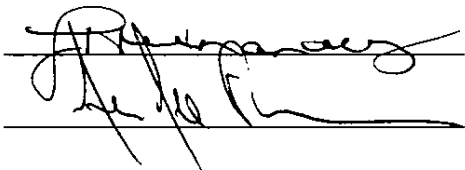
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LLC, a Florida limited liability company




By: 
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Authorized Signatory

SURVIVING ENTITY:

STRATEGIC GLOBAL INVESTMENTS
GROUP, LLC, a Florida limited liability company



By: 
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Authorized Signatory