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Florida Department of State
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MERGER OR SHARE EXCHANGE
Tokay Holdings, LLC

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$58.75

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JUN 27 2016

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Jun. 24. 2016 4:34PM Barnett, Bolt

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No. 9441 P.L. 20
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ARTICLES OF MERGER

2016 JUN 24 AM 9:49

The following Articles of Merger is submitted to merge Tokay Holdings, LLC, a South Carolina limited liability company, into Tokay Holdings, LLC, a Florida limited liability company, pursuant to the provisions of Section 605.1025 of the Florida Revised Limited Liability Company Act (the "Act").

FIRST: The exact name, form/entity type, and jurisdiction for the merging parties are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Tokay Holdings, LLC	South Carolina	Limited Liability Company
Tokay Holdings, LLC	Florida	Limited Liability Company

SECOND: The exact name, form/entity type, and jurisdiction for the surviving party is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Tokay Holdings, LLC	Florida	Limited Liability Company

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THIRD: The merger was approved by each domestic merging entity that is a limited liability company in accordance with Sections 605.1021-605.1026 of the Act; by each merging entity in accordance with the laws of its jurisdiction; and by each member of such limited liability company who as a result of the merger will have interest holder liability under Section 605.1023(1)(b).

FOURTH: The surviving entity exists before the merger and is a domestic filing entity. There is no amendment to its public organic record in connection with this merger.

FIFTH: This entity agrees to pay any members with appraisal rights the amount, to which members are entitled under Sections 605.1006 and 605.1061-605.1072 of the Act.


SIXTH: The merger shall become effective upon the filing of this Articles of Merger.

Jun. 24. 2016 4:35PM Barnett, Bolt

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IN WITNESS WHEREOF, the parties have executed this ARTICLES OF MERGER on this
24th day of June 2016.

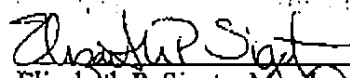
Tokay Holdings, LLC,
a South Carolina limited liability company


C. Birge Sigety, Manager


Elizabeth P. Sigety, Manager

Tokay Holdings, LLC,
a South Carolina limited liability company


C. Birge Sigety, Manager


Elizabeth P. Sigety, Member

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PLAN OF MERGER

This PLAN OF MERGER (this "Plan") is hereby adopted by TOKAY HOLDINGS, LLC, a South Carolina limited liability company ("Tokay"), and TOKAY HOLDINGS, a Florida limited liability company ("Tokay Holdings"), for the purpose of merging Tokay, with and into Tokay Holdings pursuant to Section 33-44-905 of the South Carolina Business Corporation Act of 1988, as amended (the "South Carolina Act") and Section 605.1025 of the Florida Revised Limited Liability Company Act (the "Florida Act"). Tokay Holdings is sometimes referred to herein as the "Surviving Entity".

1. Terms and Conditions of the Merger. At the Effective Time (as defined herein), Tokay, will be merged with and into Tokay Holdings pursuant to and in accordance with the provisions of Section 33-44-905 of the South Carolina Act and Section 605.1025 of the Florida Act, in a transaction intended to qualify as an "assets over" form of merger for Federal income tax purposes, with Tokay Holdings being treated as the "continuing partnership," as those terms are defined in 26 CFR § 1.708-1(c) (the "Merger").
2. Parties to the Merger. The names and jurisdiction of organization of the parties to the Merger are:
 - (a) Tokay Holdings, LLC, a South Carolina limited liability company.
 - (b) Tokay Holdings, LLC, a Florida Limited liability company.
3. Surviving Entity. The name, jurisdiction or organization and kind of entity that will survive the Merger are: Tokay Holdings, LLC, a Florida limited liability company. The street address of the Surviving Entity is 3225 S. MacDill Avenue, Suite 129 #236, Tampa, Florida 33629.
4. Treatment of Membership Interests. The membership interests of Tokay Holdings issued and outstanding immediately prior to the Effective Time will be unaffected by the Merger and will remain issued and outstanding following the Merger. The membership interest of Tokay issued and outstanding immediately prior to the Effective Time will, by virtue of the Merger and without any action on behalf of any party to this Plan, be cancelled.
5. Management of the Surviving Entity. Following the Merger, the Surviving Entity will be a manager-managed company within the meaning of the Florida Act, and C. Birge Sigety will be the sole manager of the Surviving Entity after the Merger.
6. Abandonment of Merger. The parties to this Plan may abandon the Merger at any time prior to the Effective Time.
7. Effective Time. The Merger shall be effective upon later of (i) the filing of the Certificate of Merger with Florida Secretary of State, or (ii) the filing of the Articles of Merger with the South Carolina Secretary of State.

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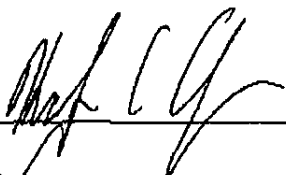
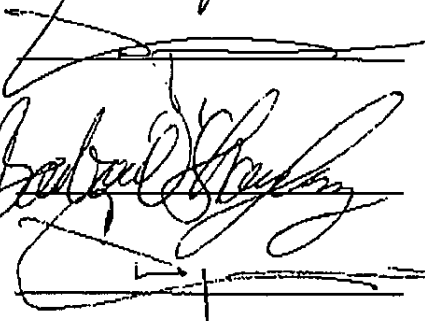
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IN WITNESS WHEREOF, the parties have adopted this PLAN OF MERGER this 24th day of June, 2016.

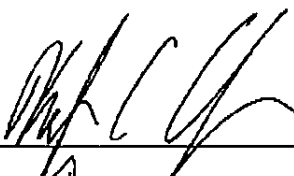
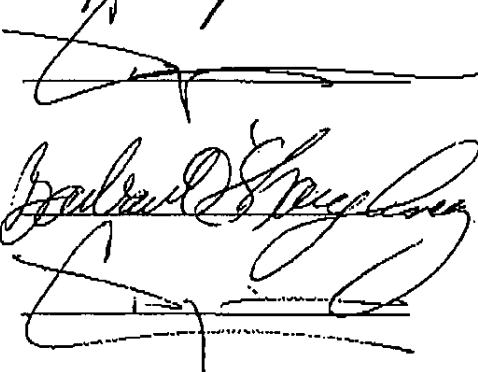
WITNESSES:

TOKAY HOLDINGS, LLC,
a South Carolina limited liability company


C. Birge Sigety, Manager


Elizabeth P. Sigety, Manager

TOKAY HOLDINGS, LLC,
a Florida limited liability company


C. Birge Sigety, Manager


Elizabeth P. Sigety, Member

#954438