

L16000165918

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**MERGER OR SHARE EXCHANGE
M&C NEWCO, LLC**

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Certificate of Status	0
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******FILE BEFORE THE AMENDMENT FILING FOR M&C NEWCO, LLC******

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**ARTICLES OF MERGER OF
BOTE, LLC L 10000083221
INTO M&C NEWCO, LLC L16000165918**

Pursuant to Chapter 605, Section 1025 of the Florida Revised Limited Liability Company Act (the "FRLCA"), the undersigned limited liability companies, hereby state and certify as follows:

- 1. The name and jurisdiction of formation or organization of the domestic limited liability companies which are to merge are:

<u>Name</u>	<u>Jurisdiction of Formation/Organization</u>
M&C NewCo, LLC	Florida
Bote, LLC	Florida

- 2. A plan of merger has been approved and executed by M&C Newco, LLC, Bote, LLC and by the sole member of Bote, LLC and M&C NewCo, LLC in accordance with Chapter 605, Sections 1021-1026 of the FRLCA.
- 3. The name of the surviving domestic limited liability company is M&C NewCo, LLC.
- 4. The articles of organization of the surviving limited liability company shall be the articles of organization of M&C NewCo, LLC, which exists before the merger as a domestic filing entity, and which articles of organization shall be amended to change the name of the surviving limited liability company to Bote, LLC as set forth in the amendment to articles of organization attached hereto as Exhibit A.
- 5. The effective date of the merger will be September 9, 2016.
- 6. The plan of merger is on file at the principal place of business of M&C NewCo, LLC, at 505 Mary Esther Cut Off NW, Fort Walton Beach, FL 32548.
- 7. A copy of the plan of merger will be furnished by M&C NewCo, LLC on request and without cost, to any person holding an interest in Bote, LLC or M&C NewCo, LLC.
- 8. The surviving limited liability company agrees to pay to any members of any limited liability company with appraisal rights the amounts, if any, to which such members are entitled under Sections 605.1006 and 605.1061-605.1072 of the FRLCA.

[Signature Page Follows]

Kimberly Weidenbach 800-432-3622


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IN WITNESS WHEREOF, the undersigned limited liability companies have caused these Articles of Merger to be executed this 8th day of September, 2016.

BOTS, LLC
(a Florida limited liability company)

By: 
Name: Corey Cooper
Title: President

M&C NewCo, LLC
(a Florida limited liability company)

By: 
Name: Corey Cooper
Title: President

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Exhibit A

Amendment to Articles of Organization

(See attached.)

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STATE OF FLORIDA
ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION OF
M&C NEWCO, LLC

1. The name of the limited liability company is: "M&C NewCo, LLC".
2. The Articles of Organization of the limited liability company, which were filed with the Secretary of State of the State of Florida on September 8, 2016 and assigned Florida document number L16000165918, are hereby amended so that the First article reads in its entirety as follows:

ARTICLE I
Name

The name of the limited liability company is "Bote, LLC" (the "Company").

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IN WITNESS WHEREOF, the undersigned has executed this Amendment on the 8th
day of September, 2016.



Corey Cooper, President

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