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888.491.1120 www.gmlaw.com Brent D. Klein Merrick Pointe, Suite 602 '3850 Bird Road Miami, Florida 33146 Direct Phone: 305.789.2772

Direct Fax: 305.537.3972 Email: brent.klein@gmlaw.com

Federal Express

July 13, 2020

Division of Corporations The Centre of Tallahassee 2415 North Monroe Street Suite 810 Tallahassee, Florida 32303

Re:

Articles of Merger

Pinaki Foundation, LLC

Gentlemen:

Enclosed are two copies of Articles of Merger providing for the merger of Kachok Holdings, LLC, a Florida limited liability company, into Pinaki Foundation, LLC, a Florida limited liability company, along with our check in the amount of \$80.00. Please return a certified copy of the Articles of Merger to the undersigned in the enclosed Federal Express envelope.

If there are any questions, please call.

Very truly yours,

Brent D́. Kleir

BDK/jm

Enclosures

ARTICLES OF MERGER

Pursuant to the provisions of Section 605.1025 of the Florida Revised Limited Liability Company Act, Kachok Holdings, LLC, a limited liability company organized and existing under the laws of the State of Florida, and Pinaki Foundation, LLC, a limited liability company organized and existing under the laws of the State of Florida, hereby adopt the following Articles of Merger for the purpose of merging Kachok Holdings, LLC into Pinaki Foundation, LLC, as the surviving entity:

- 1. Approval of Merger. The members of Kachok Holdings, LLC and the members of Pinaki Foundation, LLC unanimously approved and adopted a Plan of Merger on the 6th day of July. 2020. in accordance with the provisions of Sections 605.1021 through 605.1026 of the Florida Revised Limited Liability Company Act.
- company organized and existing under the laws of the State of Florida, and Pinaki Foundation, LLC.
- 3. Merger. Kachok Holdings, LLC shall be merged into Pinaki Foundation, LLC (the "Surviving Company").
- 4. Name of Surviving Company. The name of the Surviving Company shall be Pinaki Foundation, LLC.
- 5. Effect of Merger. On the Effective Date of the merger, the separate existence of Kachok Holdings, LLC (the "Merged Company") shall cease (except to the extent continued by statute), and all of its properties, rights, privileges, and franchises, of whatsoever nature and description, shall be transferred to, vest in, and devolve upon the Surviving Company, subject to its liabilities and obligations, which liabilities and obligations the Surviving Company shall assume, without further act or deed. Confirmatory deeds, assignments or other like instruments when deemed desirable by the Surviving Company to evidence such transfer, vesting or devolution of any property, right,

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privilege, or franchise, shall at any time, or from time to time, be made and delivered in the name of

the Merged Company, by the last acting authorized signatories thereof, or by the corresponding

authorized signatories of the Surviving Company.

6. Attributes of Surviving Company.

(a) The Articles of Organization of Pinaki Foundation, LLC, as in effect on

the Effective Date of the merger, shall continue in full force and effect as the Articles of

Organization of the Surviving Company and shall not be changed or amended by the merger.

(b) The Operating Agreement of Pinaki Foundation, LLC, as such Operating

Agreement exists on the Effective Date of the merger, shall remain and be the Operating Agreement

of the Surviving Company, until altered, amended, or repealed in accordance with the provisions

thereof, the Articles of Organization of Pinaki Foundation, LLC and Florida law.

7. Statement. The Surviving Company 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 through 605.1072 of the Florida Revised Limited

Liability Company Act

8. Effective Date. The merger shall be effective upon filing of these Articles of Merger with

the Secretary of State of the State of Florida (the "Effective Date").

Executed this 6th day of July, 2020.

Kachok Holdings, LLC

3v:

Robert Larsson, Manager

Pinaki Foundation, LLC

By:

Robert Larsson, Manager

ARTICLES OF MERGER

Pursuant to the provisions of Section 605.1025 of the Florida Revised Limited Liability Company Act, Kachok Holdings, LLC, a limited liability company organized and existing under the laws of the State of Florida, and Pinaki Foundation, LLC, a limited liability company organized and existing under the laws of the State of Florida, hereby adopt the following Articles of Merger for the purpose of merging Kachok Holdings, LLC into Pinaki Foundation, LLC, as the surviving entity:

- 1. Approval of Merger. The members of Kachok Holdings, LLC and the members of Pinaki Foundation, LLC unanimously approved and adopted a Plan of Merger on the 6th day of July, 2020, in accordance with the provisions of Sections 605.1021 through 605.1026 of the Florida Revised Limited Liability Company Act.
- 2. <u>Parties to Merger</u>. The parties to the merger are Kachok Holdings, LLC, a limited liability company organized and existing under the laws of the State of Florida, and Pinaki Foundation, LLC, a limited liability company organized and existing under the laws of the State of Florida.
- 3. Merger. Kachok Holdings, LLC shall be merged into Pinaki Foundation, LLC (the "Surviving Company").
- 4. <u>Name of Surviving Company</u>. The name of the Surviving Company shall be Pinaki Foundation, LLC.
- 5. Effect of Merger. On the Effective Date of the merger, the separate existence of Kachok Holdings, LLC (the "Merged Company") shall cease (except to the extent continued by statute), and all of its properties, rights, privileges, and franchises, of whatsoever nature and description, shall be transferred to, vest in, and devolve upon the Surviving Company, subject to its liabilities and obligations, which liabilities and obligations the Surviving Company shall assume, without further act or deed. Confirmatory deeds, assignments or other like instruments when deemed desirable by the Surviving Company to evidence such transfer, vesting or devolution of any property, right,

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privilege, or franchise, shall at any time, or from time to time, be made and delivered in the name of the Merged Company, by the last acting authorized signatories thereof, or by the corresponding authorized signatories of the Surviving Company.

6. Attributes of Surviving Company.

(a) The Articles of Organization of Pinaki Foundation, LLC, as in effect on

the Effective Date of the merger, shall continue in full force and effect as the Articles of

Organization of the Surviving Company and shall not be changed or amended by the merger.

(b) The Operating Agreement of Pinaki Foundation, LLC, as such Operating

Agreement exists on the Effective Date of the merger, shall remain and be the Operating Agreement

of the Surviving Company, until altered, amended, or repealed in accordance with the provisions

thereof, the Articles of Organization of Pinaki Foundation, LLC and Florida law.

7. Statement. The Surviving Company 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 through 605.1072 of the Florida Revised Limited

Liability Company Act

8. Effective Date. The merger shall be effective upon filing of these Articles of Merger with

the Secretary of State of the State of Florida (the "Effective Date").

Executed this 6th day of July, 2020.

Kachok Holdings, LLC

Robert Larsson, Manager

Pinaki Foundation, LLC

Robert Larsson, Manager

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