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14901-1 To: Division of Corporations Fax Number : (850)617-6380 Account Name: NORTON, HAMMERSLEY, LOPEZ & SKOKOS, P.A. Account Number: 120010000202 Phone : (941)954-4691 Fax Number : (941)954-2128 **Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.** CORPORATIONS ON NHLSLAW, CEM MERGER OR SHARE EXCHANGE Ludwig Investment Holdings, LLC Certificate of Status Certified Copy 1 02 Page Count Estimated Charge \$67.50 A. RAMSEY
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ARTICLES OF MERGER OF LUDWIG INVESTMENT HOLDINGS LLC, A CONNECTICUT LIMITED LIABILITY COMPANY INTO

LUDWIG INVESTMENT HOLDINGS LLC, A FLORIDA LIMITED LIABILITY COMPANY

The following Articles of Merger are submitted to merge the following Connecticut limited liability company into the following Florida limited liability company, in accordance with Section 605.1025, Florida Statutes.

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

Name Jurisdiction Form/Entity Type
LUDWIG INVESTMENT CONNECTICUT LLC
HOLDINGS LLC

2) The exact name, form/entity type, and jurisdiction for the surviving entity are as follows:

Name Jurisdiction Form/Entity Type

LUDWIG INVESTMENT FLORIDA LLC

HOLDINGS LLC

- 3) The merger was approved by each domestic merging entity that is a limited liability company in accordance with ss.605.1023-605.1026; by each other merging entity in accordance with the laws of its jurisdiction; and by each member of such limited liability companies, who, as a result of the merger, will have interest holder liability under s. 605.1023(1)(b).
- 4) The surviving entity existed before the merger and is a domestic filing entity, and the amendments, if any, to its public organic record are attached.
- 5) The surviving entity agrees to pay any members with appraisal rights the amount to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.
- 6) The effective date of this merger will commence on the date that these Articles of Merger are filed with, and accepted by, the Florida Department of State.

7) On the effective date of the merger, the separate existence of the merging entity shall cease, and the surviving entity shall succeed to all of the rights, privileges, immunities, and franchises, and all of the property, real, personal, and mixed of the merging entity, without the necessity for any separate transfer.

Dated:

MERGING ENTITY:

LUDWIG INVESTMENT HOLDINGS LLC, a Connecticut limited liability company

PHILIP R. LUDWIG

As Its: Manager

SURVIVING ENTITY:

LUDWIG INVESTMENT HOLDINGS LLC, a Florida limited liability company

CELIFIC THOMIC

As Its: Manager