

L23000246144

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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2023 NOV -6 PM 3:34

SECRETARY OF STATE  
FBI/MASCO, INC.

*Handwritten signature*

DEC 04 2023

D CUSHING

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Wellup Technologies, Inc.

Name of Surviving Party

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

Please return all correspondence concerning this matter to:

Josh Slovin, Esq.

Contact Person

Founders Legal

Firm/Company

2870 Peachtree Rd. NW #512

Address

Atlanta, Georgia 30305

City, State and Zip Code

corprotnices@founderslegal.com

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

For further information concerning this matter, please call:

Josh Slovin, Esq. at 404 891-5167

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

**FILED**  
2023 NOV -6 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FL



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 17, 2023

JOSH SLOVIN, ESQ.  
FOUNDERS LEGAL  
2870 PEACHTREE RD. NW #512  
ATLANTA, GA 30305

SUBJECT: DONA HEALTH, LLC  
Ref. Number: L23000246144

We have received your document for DONA HEALTH, LLC and check(s) totaling \$55.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$35.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Diane Cushing  
Operations Manager A

Letter Number: 723A00024100

FILED  
2023 NOV -6 PM 3:34  
CLERK OF DISTRICT COURT  
MILLER, FLA.

ARTICLES OF MERGER  
OF  
DONA HEALTH, LLC

The following Articles of Merger are submitted to merge the following Florida limited liability company with and into a foreign, for-profit business corporation, in accordance with s. 605.1025, Florida Statutes (the "**Merger**"):

1. The exact name, form/entity type, and jurisdiction for each merging party, are as follows:

| Name: | Jurisdiction: | Form/Entity Type: |
|-------|---------------|-------------------|
|-------|---------------|-------------------|

|                  |         |                           |
|------------------|---------|---------------------------|
| Dona Health, LLC | Florida | Limited liability company |
|------------------|---------|---------------------------|

- L23000246144

2. The exact name, form/entity type, and jurisdiction of the surviving party, are as follows:

| Name: | Jurisdiction: | Form/Entity Type: |
|-------|---------------|-------------------|
|-------|---------------|-------------------|

|                           |          |                                 |
|---------------------------|----------|---------------------------------|
| Wellup Technologies, Inc. | Delaware | For-profit business corporation |
|---------------------------|----------|---------------------------------|

3. The Merger was approved by each domestic merging entity that is a limited liability company in accordance with ss. 605.1021 - 605.1026; by each other 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 s. 605.1023(1)(b).

4. The surviving entity in the Merger is a foreign entity that does not have a certificate of authority to transact business in this State. The mailing address to which the Florida Department of State (the "**Department**") may send any process served pursuant to s. 605.0117 and Chapter 48, Florida Statutes, is:

Wellup Technologies, Inc.  
12300 SW 130<sup>th</sup> Street, #7  
Miami, Florida 33186

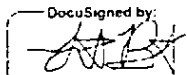
5. The surviving entity agrees to pay any members with appraisal rights the amount to which members are entitled under ss. 605.1006, and 605.1061 - 605.1072, F.S.

6. The Merger shall become effective upon the filing of these Articles of Merger with the Department.

[Signatures Appear on Following Page]

IN WITNESS WHEREOF, these Articles of Merger have been duly executed and entered by the undersigned as of this 13<sup>th</sup> day of September, 2023.

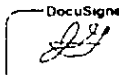
DONA HEALTH, LLC

DocuSigned by:  
  
A895233D4431402

Name: Luther Brewster

Title: Manager

WELLUP TECHNOLOGIES, INC.

DocuSigned by:  
  
587B2908BE36470

Name: Jose M. Gutierrez Jr.

Title: Chief Executive Officer