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(Requestor's Name)

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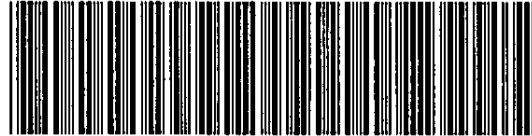
(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATIONS
16 JUL 13 AM 9:18

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DIVISION OF CORPORATIONS
16 JUL 12 11:09:16

July 8, 2016

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: APTAP CORPORATION

Dear Sir or Madam:

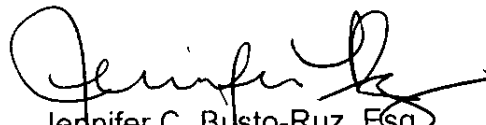
Enclosed please find the Article of Merger and the Plan and Agreement of Merger for the merger of Aptap Corporation, a Florida corporation, and Tapolda International Inc., a foreign corporation, as well as a check in the amount of \$70.00 for the filing fees. A certified copy is declined.

For further information concerning this matter, please contact the undersigned at (305) 921-9326. Additionally, please return all correspondence concerning this matter to:

Jennifer Ruz
Ruz & Ruz PL
300 Sevilla Avenue, Suite 301
Coral Gables, FL 33134

Please do not hesitate to contact the undersigned with any questions or concerns.

Sincerely,


Jennifer C. Busto-Ruz, Esq.
Ruz & Ruz PL

Enclosure(s)

ARTICLES OF MERGER

Pursuant to the Florida Business Corporation Act, Section 607.1105 of the Fla. Stat., the following Articles of Merger are submitted:

FIRST:

The name and jurisdiction of the surviving corporation:

Name: APTAP CORPORATION

Jurisdiction: Florida

Document Number: P00000004574

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CORPORATION

SECOND:

The name and jurisdiction of the merging corporation:

Name: Tapolda International Inc.

Jurisdiction: British Virgin Islands

Document Number: Not applicable

THIRD:

The laws of the state under which such merging corporation is organized permit such a merger.

FOURTH:

The Plan of Merger is attached.

FIFTH:

The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

SIXTH:

The Plan of Merger was adopted by the shareholders of the surviving corporation on July 7, 2016.

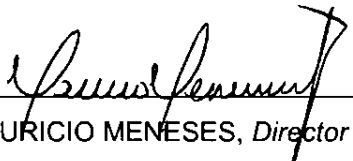
SEVENTH:

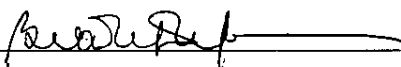
The Plan of Merger was adopted by the shareholders of the merging corporation on July 7, 2016.

EIGHTH:

Signatures for each corporation:

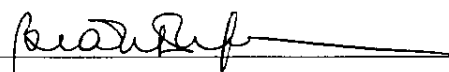
For APTAP CORPORATION, the surviving corporation, by:


MAURICIO MENESES, *Director*


BEATRIZ MORRISON, *Director*

For TAPOLDA INTERNATIONAL INC., the merging corporation, by:


MAURICIO MENESES, *Director*


BEATRIZ MORRISON, *Director*

PLAN AND AGREEMENT OF MERGER

THIS PLAN AND AGREEMENT OF MERGER is made as of July 1, 2016, among and between APTAP CORPORATION (the "Surviving Corporation") and TAPOLDA INTERNATIONAL, INC. (the "Absorbed Corporation").

RECITALS

WHEREAS, the Surviving Corporation is a corporation organized and existing under the laws of the State of Florida, with its principal office at 5846 South Flamingo Road, #265, Cooper City, Florida 33330.

WHEREAS, Surviving Corporation has a capitalization of 10,000 authorized shares of common stock with par value of One Dollar (\$1.00) per share, of which 10,000 are issued and outstanding.

WHEREAS, the Absorbed Corporation is the parent and sole shareholder of the Surviving Corporation, owning all of the issued and outstanding shares of the Surviving Corporation;

WHEREAS, the Surviving Corporation is a subsidiary of the Absorbed Corporation,

WHEREAS, Absorbed Corporation is a corporation organized and existing under the laws of the British Virgin Islands ("BVI"), with its registered office at 325 Waterfront Drive, Omar Hodge Building 2nd Floor, Wickham's Cay, Road Town, Tortola, British Virgin Islands

WHEREAS, Absorbed Corporation has a capitalization of 10,000 authorized shares of common stock with par value of One Dollar (\$1.00) per share, of which 10,000 are issued and outstanding.

WHEREAS, the Boards of Directors of both the Surviving and Absorbed Corporation deem it desirable and in the best business interests of the corporations and their shareholders that the Absorbed Corporation be merged into the Surviving Corporation pursuant to the provisions of Fla. Stat. § 607.1101, *et seq.*, of the Florida Business Corporation Act in order that the transaction qualify as a "reorganization" within the meaning of Section 368(a)(1)(F) of the Internal Revenue Code of 1986, as amended.

NOW THEREFORE, in consideration of the mutual covenants, and subject to the terms and conditions contained herein, the Surviving Corporation and the Absorbed Corporation agree as follows:

1. **MERGER.** TAPOLDA INTERNATIONAL INC. shall merge with and into APTAP CORPORATION, which shall be the surviving corporation.

2. **TERMS AND CONDITIONS.** On the effective date of the merger, the separate existence of the Absorbed Corporation shall cease, and the Surviving Corporation shall succeed to all the rights, privileges, immunities, and franchises, and all the property, real, personal, and mixed of the Absorbed Corporation, without the necessity for any separate transfer. The Surviving Corporation shall then be responsible and liable for all liabilities and obligations of the absorbed corporation, and neither the rights of creditors nor any liens on the property of the absorbed corporation shall be impaired by the merger.

3. CONVERSION OF SHARES. The manner and basis of converting the shares of the Absorbed Corporation into shares, rights, obligations, and other securities of the Surviving Corporation is as follows:

(a) Each share of the issued and outstanding shares of the Absorbed Corporation, as of the effective date of the Merger, shall be converted into 1 shares of the \$1.00 par value common stock of the Surviving Corporation, which shares of common stock shall then be issued and outstanding. However, in no event shall fractional shares of the Surviving Corporation be issued. In lieu of the issuance of fractional shares to which any holder of the common stock of the absorbed corporation would otherwise be entitled as a result of the conversion, a payment in cash shall be made equal to the value of such fraction, based on the market value of the common stock on the effective date of the merger.

(b) The conversion shall be effected as follows: After the effective date of the merger, each holder of certificates for shares of common stock in the Absorbed Corporation shall surrender them to the Surviving Corporation or its duly appointed agent, in the manner that the Surviving Corporation shall legally require. On receipt of the share certificates, the Surviving Corporation shall issue and exchange certificates for shares of common stock in the Surviving Corporation, representing the number of shares of stock to which the holder is entitled as provided above. The Surviving Corporation shall issue to an agent for the holders otherwise entitled as provided above. The Surviving Corporation shall issue to an agent for the holders otherwise entitled to fractional share interests, and the agent shall sell the whole shares and pay over the proceeds to the entitled shareholders in proportion to their fractional share interests.

(c) Holders of certificates of common stock of the Absorbed Corporation shall not be entitled to dividends payable on shares of stock in the Surviving Corporation until certificates have been issued to those shareholders. Then, each such shareholder shall be entitled to receive any dividends on shares of stock of the Surviving Corporation issuable to them under this plan which may have been declared and paid between the effective date of the merger and the issuance to those shareholders of the certificate for his or her shares in the Surviving Corporation.

4. CHANGES IN ARTICLES OF INCORPORATION. The articles of incorporation of the Surviving Corporation shall continue to be its articles of incorporation following the effective date of the merger.

5. CHANGES IN BYLAWS. The bylaws of the Surviving Corporation shall continue to be its bylaws following the effective date of the merger.

6. DIRECTORS & OFFICERS. The directors and officers of the Surviving Corporation on the effective date of the merger shall continue as the directors and officers of the Surviving Corporation for the full unexpired terms of their offices and until their successors have been elected or appointed and qualified.

7. PROHIBITED TRANSACTIONS. Neither the Surviving or Absorbed Corporations shall, prior to the effective date of the merger, engage in any activity or transaction other than in the ordinary course of business, and will take all action necessary or appropriate under the laws of the State of Florida and the British Virgin Islands to consummate this merger.

8. APPROVAL BY SHAREHOLDERS. This plan of merger shall be submitted for the approval of the shareholders of the Surviving and Absorbed Corporations in the manner provided by the applicable laws of the State of Florida and the British Virgin Islands.

9. EFFECTIVE DATE OF MERGER. The effective date of this merger shall be the date when Articles of Merger are filed by the Florida Department of State.

10. ABANDONMENT OF MERGER. This plan of merger may be abandoned at any time prior to the effective date by either the unanimous agreement of the boards of directors of the Surviving and Absorbed Corporations; or by action of the board of directors of any of either the Surviving or Absorbed Corporations and on the happening of any of the following events:

(a) The plan of merger is not approved by the shareholders of either the Surviving or Absorbed Corporations;

(b) If, in the judgment of any such board of directors, the merger would be impracticable because of the number of dissenting shareholders asserting appraisal rights under the laws of the State of Florida or the laws of the British Virgin Islands;

(c) If any material action or proceeding is instituted or threatened against any of either the Surviving or Absorbed Corporations or their assets;

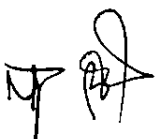
(d) If, between the date of this agreement and the effective date of the merger, there has been, in the opinion of such board of directors, a material adverse change in the business or financial condition of or affecting any of either the Surviving or Absorbed Corporations; or

(e) If, without the prior written consent of each of the Surviving and Absorbed Corporations, any of them shall have engaged in any transaction prohibited by this agreement.

11. EXECUTION OF AGREEMENT. This plan of merger may be executed in any number of counterparts and each counterpart shall constitute an original instrument.

12. RIGHTS OF DISSENTING SHAREHOLDERS. If this Plan of Merger is effected, dissenting shareholders may be entitled, if they comply with applicable provisions of the Florida Business Corporation Act, to be paid the fair value of their shares. Fla. Stat. §§ 607.1103, 607.1301, 607.1302, and 607.1320 are included as Exhibit A to this Plan of Merger, as required.

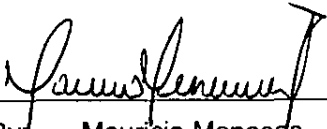
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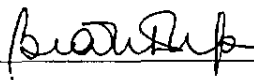
IN WITNESS WHEREOF, the undersigned have each executed this Agreement as of the date first written above.

SURVIVING CORPORATION:

APTAP CORPORATION

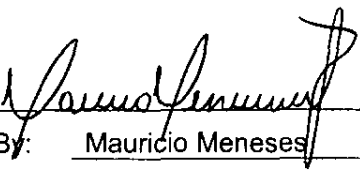

By: Mauricio Meneses
Title: Director

APTAP CORPORATION

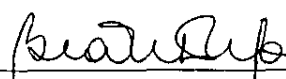

By: Beatriz Morrison
Title: President

ABSORBED CORPORATION:

TAPOLDA INTERNATIONAL INC.


By: Mauricio Meneses
Title: Director

TAPOLDA INTERNATIONAL INC.


By: Beatriz Morrison
Title: Director