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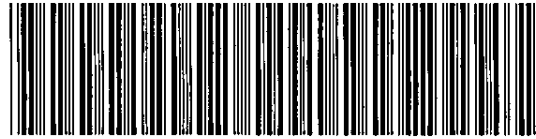
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FLORIDA FILING & SEARCH SERVICES, INC.

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DATE: 1/13/14

NAME: GERIK INVESTMENT (USA), INC

TYPE OF FILING: MERGER

COST: 78.75

RETURN: CERTIFIED COPY PLEASE

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE





FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 7, 2014

FLORIDA FILING & SEARCH SERVICES, INC.

SUBJECT: GERIK INVESTMENTS (USA), INC.
Ref. Number: P02000048892

We have received your document . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

IN THE ARTICLES OF MERGER, ONE STATEMENT SHOULD BE COMPLETED IN SECTIONS FIFTH AND SIXTH. ALSO, WE MUST HAVE A PLAN OF MERGER AS THE AGREEMENT OF MERGER DOES NOT MEET THE FILING REQUIREMENTS FOR THE STATE OF FLORIDA. PLEASE REMEMBER, IF ANY EXHIBITS ARE MENTIONED IN THE DOCUMENT, THOSE EXHIBITS MUST BE ATTACHED.

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.

Darlene Connell
Regulatory Specialist II

Letter Number: 814A00000329

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TALLAHASSEE, FLORIDA 32314



FLORIDA DEPARTMENT OF STATE
Division of Corporations

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14 JAN -5 PM 4:45

DIVISION OF CORPORATIONS

January 3, 2014

FLORIDA FILING & SEARCH SERVICES, INC.

SUBJECT: GRIK INVESTMENTS (USA), INC.
Ref. Number: P02000048892

We have received your document . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The application/form submitted does not meet the requirements of this office; please complete the attached application/form.

Articles of Merger for a Florida or foreign profit corporation are filed pursuant to section 607.1105, Florida Statutes. A merger form is enclosed.

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.

Darlene Connell
Regulatory Specialist II

Letter Number: 214A00000150

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Chipzco, Inc.

Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Sherrie Martin

Contact Person

Reicker, Pfau, Pyle & McRoy LLP

Firm/Company

1421 State St., Ste. B

Address

Santa Barbara, CA 93101

City/State and Zip Code

smartin@rppmh.com

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

For further information concerning this matter, please call:

Sherrie Martin

805 966-2440

At ()

Name of Contact Person

Area Code & Daytime Telephone Number

☐ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

STREET ADDRESS:

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

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

ARTICLES OF MERGER
(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Chipzco, Inc.	California	

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Gerik Investment (USA), Inc.	Florida	P02000048892

Third: The Plan of Merger is attached.

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

OR ____/____/____ (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on 12/31/13.

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on 12/31/13.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

FILED
13 DEC 31 PM 4:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name of Corporation

Typed or Printed Name of Individual & Title

Andrew Tobias, President & Secretary

Andrew Tobias, President & Secretary

[illegible]

PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>Chipzco, Inc.</u>	<u>California</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>Gerik Investment (USA), Inc.</u>	<u>Florida</u>
<u>Tobi Products, Inc.</u>	<u>Nevada</u>
<u>Celebrity Hair Productions, Inc.</u>	<u>California</u>
<u>Pool Devil (USA), Inc.</u>	<u>California</u>
<u> </u>	<u> </u>

Third: The terms and conditions of the merger are as follows:

Celebrity Hair, Gerik, Pool Devil and Tobi shall be merged with and into Chipzco (the "Merger") pursuant to the provisions of, and with the effect provided in, Section 1100 of the California Corporations Code (the "CA Code"), Section 607.1101 of the Florida Revised Statutes ("FL Statutes") and Section 92A.190 of the Nevada Revised Statutes ("NV Statute"). Chipzco shall be the surviving corporation of the Merger (the "Surviving Corporation"). The separate entity existence of Celebrity Hair, Gerik, Pool Devil and Tobi shall cease at the Effective Time. The corporate existence of the Surviving Corporation shall continue unimpaired and unaffected by the Merger.

Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

Each one hundred thousand (100,000) issued and outstanding Gerik Shares shall be converted into one (1) share of Chipzco Common Stock *(each additional sheets if necessary)*

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:
Not applicable

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

EFFECT OF THE MERGER. At the Effective Time, the effect of the Merger shall be as provided in the applicable provisions of CA Code. Without limiting the generality of the foregoing, and subject thereto, at the Effective Time, all the property, rights, privileges, powers and franchises of Celebrity Hair, Gerik, Pool Devil and Tobi shall vest in the Surviving Corporation, and all debts, liabilities and duties of Celebrity Hair, Gerik, Pool Devil and Tobi shall become the debts, liabilities and duties of the Surviving Corporation.

CHARTER DOCUMENTS OF SURVIVING CORPORATION. At the Effective Time, the Certificate of Incorporation of the Surviving Corporation shall be the Articles of Incorporation of the Corporation in effect immediately prior to the Effective Time. The Bylaws of the Corporation as in effect immediately prior to the Effective Time of the Merger shall continue in full force and effect as the Bylaws of the Surviving Corporation until duly amended in accordance with the provisions thereof and applicable law.

DIRECTORS AND OFFICERS. The officers and directors of the Corporation holding office at the Effective Time shall hold office in the Surviving Corporation until removed as provided by law or until the election and qualification of their respective successors.