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T. BROWN

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Blue Burro, Inc.

Name of Surviving Party

Please return all correspondence concerning this matter to:

Christopher Martoglio

Contact Person

Blue Burro, Inc.

Firm/Company

PO BOX 56

Address

Stanford IN 47463

City, State and Zip Code

cmartoglio@bburro.com

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

For further information concerning this matter, please call:

Christopher Martoglio

Name of Contact Person

at (904) 501-8611

Area Code and Daytime Telephone Number

☐ Certified Copy (optional) \$8.75

STREET ADDRESS:

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

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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DIVISION OF CORPORATIONS
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**Articles of Merger
For
Florida Profit or Non-Profit Corporation**

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109 or 617.0302, Florida Statutes.

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Blue Burro, Inc.	Florida	corporation
_____	_____	_____
_____	_____	_____
_____	_____	_____

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Blue Burro, Inc.	Indiana	corporation

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

Blue Burro, Inc.

PO BOX 56



Stanford IN 47463

SEVENTH: If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

EIGHTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Blue Burro, Inc.		Christopher J. Martoglio
Blue Burro, Inc.		Christopher J. Martoglio

Corporations:	Chairman, Vice Chairman, President or Officer <i>(If no directors selected, signature of incorporator.)</i>
General Partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative

Fees: \$35.00 Per Party

Certified Copy (optional): \$8.75

PLAN OF MERGER

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Blue Burro Inc.	Florida	corporation

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Blue Burro, Inc.	Indiana	corporation

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

Please see attached Plan and Agreement of Reorganization by merger

(Attach additional sheet if necessary)

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

Please see attached Plan and Agreement of Reorganization by merger

(Attach additional sheet if necessary)

B. The manner and basis of converting the rights to acquire the interests, shares, obligations or other securities of each merged party into the rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

Please see attached Plan and Agreement of Reorganization by merger

(Attach additional sheet if necessary)

FIFTH: If a partnership is the survivor, the name and business address of each general partner is as follows:

not applicable - corporation is survivor

(Attach additional sheet if necessary)

SIXTH: If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

not applicable - corporation is survivor

(Attach additional sheet if necessary)

SEVENTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

Please see attached Plan and Agreement of Reorganization by merger

(Attach additional sheet if necessary)

EIGHTH: Other provision, if any, relating to the merger are as follows:

Please see attached Plan and Agreement of Reorganization by merger

(Attach additional sheet if necessary)

PLAN AND AGREEMENT OF REORGANIZATION

by merger of
Blue Burro Inc. (of Florida)
with and into
Blue Burro, Inc. (of Indiana)
under the name of
Blue Burro, Inc.

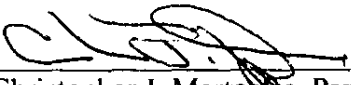
This is a Plan and Agreement of Merger (Agreement) between Blue Burro, Inc., a Florida corporation (the Merging Corporation), and Blue Burro, Inc., an Indiana corporation (the Surviving Corporation).

A plan of merger is adopted as follows:


1. Merging Corporation will be merged with and into Surviving Corporation, to exist and be governed by the laws of the State of Indiana.
2. The name of Surviving Corporation will be Blue Burro, Inc.
3. This merger is being effected for the purpose of changing the corporate domicile of Blue Burro, Inc.
4. When this Agreement becomes effective, the separate corporate existence of the Merging Corporation will cease and the Surviving Corporation will succeed, without other transfer, to all the rights and property of the Merging Corporation. The Surviving Corporation will be subject to all the debts and liabilities of the Merging Corporation in the same manner as if the Surviving Corporation had itself incurred them. All rights of creditors and all liens on the property of each constituent corporation will be preserved unimpaired, limited in lien to the property affected by the liens immediately prior to the merger.
5. The Surviving Corporation will carry on business with the assets of the Merging Corporation, as well as the assets of the Surviving Corporation.
6. Each of the constituent corporations has shares of the following classes and series, in the number and with or without voting rights as specified herein:
 - a. 100 shares of common stock, all of the same series and all with voting rights, of Merging Corporation
 - b. 100 shares of common stock, all of the same series and all with voting rights, of Surviving Corporation
7. The constituent corporations are both closely-held corporations, with a single individual as shareholder, namely Christopher J. Martoglio, President of Merging Corporation and President of Surviving Corporation ("Martoglio"), who owns all shares of each constituent corporation.
 - a. Martoglio is the sole director of each corporation.
 - b. Martoglio, as owner of all shares of both corporations, will surrender the shares of Merging Corporation with no value as part of the merger.
 - c. There shall be no compensation paid for the surrendering of Merging Corporation shares.

- d. Martoglio shall continue to own the same number and all shares of Surviving Corporation with no change to the share class, voting rights or value.
 - e. Neither company, nor Martoglio, shall recognize a change in basis, nor gain or loss associated with the surrendering of Merging Corporation shares or continuation of Surviving Corporation shares.
 - f. The effective date of the merger (Effective Date) will be the date the certificate is filed with the State of Florida Division of Corporations.
- 8. Neither constituent corporation makes any representations or warranties as part of the merger.
 - 9. Upon filing of the merger, Merging Corporation business shall cease and Merging Corporation shall be dissolved.
 - 10. Martoglio has reviewed this plan of merger and approved it on August 27, 2013.
 - 11. Martoglio, as the sole director for each constituent corporation, has approved the merger on August 27, 2013.
 - 12. Martoglio shall continue to serve as President of the Surviving Corporation and no other officers of Surviving Corporation are named at this time.
 - 13. This Agreement contains the entire agreement between the parties with respect to the contemplated merger. This Agreement may be executed in any number of counterparts, all of which taken together will be deemed one original.
 - 14. The validity, interpretation, and performance of this Agreement will be governed by, construed, and enforced in accordance with the laws of the State of Indiana.

IN WITNESS WHEREOF, this Agreement was executed on 27th day of August, 2013.



Christopher J. Martoglio, President
Blue Burro, Inc. (of Florida)
Merging Corporation



Christopher J. Martoglio, President
Blue Burro, Inc. (of Indiana)
Surviving Corporation