

Division of Corporations

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P10000100023

Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Email Address: jruke@westburyint.com

MERGER OR SHARE EXCHANGE
Westbury Rum Row Two, Inc.

Certificate of Status	1
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Page Count	02
Estimated Charge	\$78.75

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12/31/2015 11:16:52 AM PAGE 1/001 Fax Server

Please backdate filing of Articles of
Merger to original receipt date
12/30/2015. Thanks!
Gail Grygiel



December 31, 2015

FLORIDA DEPARTMENT OF STATE
Division of Corporations

WESTBURY RUM ROW TWO, INC.
824 FIFTH AVENUE SOUTH
SUITE 106
NAPLES, FL 34102US

SUBJECT: WESTBURY RUM ROW TWO, INC.
REF: P10000100023

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

PLAN OF MERGER 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.

Cathy A Carrothers
Regulatory Specialist

FAX Aud. #: H15000306624
Letter Number: 415A00027262

15 DEC 31 PM 2:21

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ARTICLES OF MERGER
OF
WESTBURY HIGH POINT, INC.
WITH AND INTO
WESTBURY RUM ROW TWO, INC.

FILED
2015 DEC 30 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Articles of Merger (these "Articles") are submitted in accordance with the Florida Business Corporation Act, pursuant to Sections 607.1101, 607.1103, and 607.1105, Florida Statutes:

1. The name, jurisdiction and document number of the merging corporation is as follows:

<u>Name of Merging Corporation</u>	<u>Jurisdiction</u>	<u>Document Number</u>
WESTBURY HIGH POINT, INC.	Florida	P10000100116

2. The name, jurisdiction and document number of the surviving corporation is as follows:

<u>Name of Surviving Corporation</u>	<u>Jurisdiction</u>	<u>Document Number</u>
WESTBURY RUM ROW TWO, INC.	Florida	P10000100023

3. The Plan of Merger setting forth the terms and conditions of the merger is attached to these Articles and incorporated herein by reference.

4. The merger shall be effective on December 31, 2015.

5. The Plan of Merger was unanimously approved and adopted by the Directors and sole Shareholder of the surviving corporation on December 22, 2015.

6. The Plan of Merger was unanimously approved and adopted by the Directors and sole Shareholder of the merging corporation on December 22, 2015.

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IN WITNESS WHEREOF, each of the undersigned corporations has caused these Articles to be executed as of the 20 day of December, 2015.

MERGING CORPORATION:

WESTBURY HIGH POINT, INC.

By: David N. Sexton
David N. Sexton, President

SURVIVING CORPORATION:

WESTBURY RUM ROW TWO, INC.

By: David N. Sexton
David N. Sexton, President

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**PLAN OF MERGER
OF
WESTBURY HIGH POINT, INC.
WITH AND INTO
WESTBURY RUM ROW TWO, INC.**

This Plan of Merger of WESTBURY HIGH POINT, INC. (the "Merging Corporation") with and into WESTBURY RUM ROW TWO, INC. (the "Surviving Corporation") is made pursuant to Section 607.1101 of the Florida Statutes and Section 368(a)(1)(A) of the Internal Revenue Code and is adopted as follows:

1. The name of each corporation planning to merge is: (i) WESTBURY HIGH POINT, INC., a Florida corporation; and (ii) WESTBURY RUM ROW TWO, INC., a Florida corporation. The Surviving Corporation shall be WESTBURY RUM ROW TWO, INC., a Florida corporation.

2. As to each corporation, the designation and number of authorized and outstanding shares of each class and series and the voting rights thereof are as follows:

<u>Name of Corporation</u>	<u>Authorized Shares</u>	<u>Class and Par Value</u>	<u>Outstanding Shares</u>
WESTBURY HIGH POINT, INC.	1,000	Voting Common, \$0.01 par value	100
WESTBURY RUM ROW TWO, INC.	1,000	Voting Common, \$0.01 par value	100

3. Upon the effective date of the merger, all of the issued and outstanding shares of WESTBURY HIGH POINT, INC., the Merging Corporation, shall be canceled without consideration. The shares of WESTBURY RUM ROW TWO, INC., the Surviving Corporation, shall remain as issued. WESTBURY RUM ROW TWO, INC., the Surviving Corporation, will not issue new shares as a result of the merger because the sole Shareholder of both the Merging Corporation and the Surviving Corporation are the same.

4. The effective date of the merger shall be December 31, 2015.

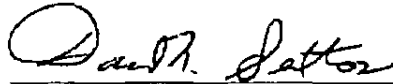
5. This Plan of Merger was duly and unanimously adopted by (i) the Directors and sole Shareholder of WESTBURY HIGH POINT, INC., the Merging Corporation, by written consent in lieu of a Special Meeting on December 22nd, 2015, and (i) the Directors and sole Shareholder of WESTBURY RUM ROW TWO, INC., the Surviving Corporation, by written consent in lieu of a Special Meeting on December 22nd, 2015.

IN WITNESS WHEREOF, this Plan of Merger was executed as of the 22nd day of December, 2015.

MERGING CORPORATION:

WESTBURY HIGH POINT, INC.

By:

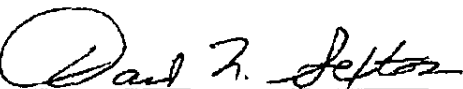


David N. Sexton, President

SURVIVING CORPORATION:

WESTBURY RUM ROW TWO, INC.

By:



David N. Sexton, President