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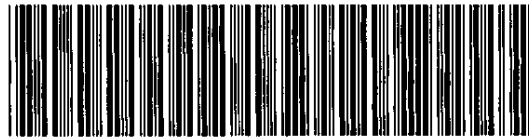
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FILED
12 APR 16 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Merger

MAY 25 2012

T. LEWIS

GLICKMAN, WITTERS AND MARELL, P.A.

**ATTORNEYS AT LAW
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April 12, 2012

Corporate Record Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32301

Reference: Articles of Merger and Fictitious Name Registration

To Whom It May Concern:

Attached please find for filing with your office the Articles of Merger between M. Goldsmith Co. N.J., a New Jersey corporation authorized to do business in Florida and BBME Company, Inc., a Florida corporation. We include an extra copy for certification and return to us, along with our check in the amount of \$43.75 for this service.

Next, we include a Fictitious Name Registration whereby the newly merged company, BBME Company, Inc. records ownership of the fictitious name M. Goldsmith Co. N.J. Again, we include an extra copy for certification and our check in the amount of \$80.00.

To support the recordation of this fictitious name, we attach copies of an assignment of the name and Affidavit of Authorization to use the name.

Thank you for your assistance in this matter.

Sincerely,

GLICKMAN, WITTERS & MARELL, P.A.


Garry M. Glickman

GMG:sn

FILED

12 APR 16 AM 11:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF MERGER
OF
M. GOLDSMITH CO. N.J., a New Jersey Corporation
AND
BBME COMPANY, INC., a Florida Corporation**

To the Department of State
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the domestic business corporation and the foreign business corporation herein named do hereby submit the following articles of merger.


1. The following annexed hereto and made a part hereof is the Plan of Merger for merging **M. GOLDSMITH CO. N.J.**, a New Jersey corporation with and into **BBME COMPANY, INC.**, a Florida corporation.

2. The shareholders of **BBME COMPANY, INC.** entitled to vote on the aforesaid Plan of Merger approved and adopted its Plan of Merger by written consent given by them on April 3, 2012, in accordance with the provisions of Section 607.0704 of the Florida Business Corporation Act.

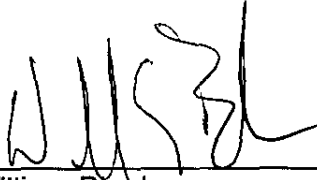
3. The merger of **M. GOLDSMITH CO. N.J.** with and into **BBME COMPANY, INC.** is permitted by the laws of New Jersey, the jurisdiction of organization of **BBME COMPANY, INC. (Florida)**, and has been authorized in compliance with said laws. The date of approval and adoption of the Plan of Merger by the shareholders of **M. Goldsmith Co. N.J.** was April 3, 2012.

4. The effective time and date of the merger herein provided for in the State of Florida shall be 5 p.m. on April 3, 2012.

Executed on April 3, 2012.


By: William Blank, President, Sole Shareholder
and Director

SIGNATURES CONTINUED ON NEXT PAGE



By: William Blank
Secretary/Treasurer

BBME COMPANY, INC.



By: William Blank, President, Sole Shareholder
and Director



By: William Blank
Secretary/Treasurer

PLAN OF MERGER

1. NATURE OF PLAN: This is a Plan of Merger by and among **BBME COMPANY, INC.** ("Surviving Corporation"), organized and existing under the laws of the State of Florida and **M. GOLDSMITH CO. N.J.** ("Terminating Corporation") organized and existing under the laws of the State of New Jersey.

2. AGREEMENT TO MERGER: The Terminating Corporation shall be and is hereby merged into **BBME COMPANY, INC.** subject to the terms and conditions of this Plan.

3. TERMS AND CONDITIONS OF MERGER; MODE OF CARRYING IT INTO EFFECT:

3.1 Effective Date. The merger shall become effective as of April 3, 2012.

3.2 Effect of Merger. Except as herein otherwise specifically set forth, the identity, existence, purposes, powers, franchise, rights and immunities of the Surviving Corporation shall continue unaffected and unimpaired by the merger, and the corporate identity, existence, purposes, powers, franchises, rights and immunities of the Terminating Corporation shall be merged into Surviving Corporation and the Surviving Corporation shall be fully vested therewith. The separate corporate existence of the Terminating Corporation, except insofar as the same may be continued by statute, shall cease.

3.3 Certificate of Incorporation. The Certificate of Incorporation of **BBME COMPANY, INC.** shall remain and be the Certificate of Incorporation of the Surviving Corporation until the same shall be further amended according to the provisions thereof.

3.4 By-Laws. The By-Laws of **BBME COMPANY, INC.** shall remain and be the By-Laws of the Surviving Corporation until the same shall be altered or amended according to the provisions thereof.

3.5 Transfer of Rights, Etc. All rights, privileges, powers, franchises and interests of the Terminating Corporation, all of the property, real, personal and mixed, all debts due on whatever account to the Terminating Corporation, all things in action, or belonging to the Terminating Corporation, and all and every other interest shall be taken and deemed to be transferred to and vested and shall vest in the Surviving Corporation, without further act or deed, as effectually as they were vested in the Terminating Corporation; and all claims, demands, property, and every other interest shall be as effectually the property of the Surviving Corporation as they were the Terminating Corporation; the title to any real estate, vested in the Terminating Corporation by deed or otherwise, shall not revert or be in any way impaired by reason of merger; all rights of creditors and all liens upon the property of the Terminating Corporation shall be preserved and unimpaired, and all debts, liabilities,

restrictions and duties of the Terminating Corporation shall thenceforth attach to the Surviving Corporation and may be enforced against it to the same extent as if they had been incurred or contracted by it.

3.6 Further Assurances. If at any time the Surviving Corporation shall consider or be advised that any further assignments or assurances in law or any other things are necessary or desirable to vest or to perfect or confirm, or record or otherwise, in the Surviving Corporation, the title to any property as a result of the merger provided for by this Plan of Merger, the Surviving Corporation is hereby appointed the due and lawful attorney of the Terminating Corporation in its name to execute and deliver all such proper deeds, assignments and assurances in law and do all things necessary or proper to vest, perfect or confirm title to such property or rights in the Surviving Corporation and otherwise to carry out the purposes of this Plan of Merger, and the proper officers and directors of the Surviving Corporation are fully authorized in the name of the Terminating Corporation to take any and all such action.

4. NAME OF SURVIVING CORPORATION: The name of the Surviving Corporation, **BBME COMPANY, INC.** shall continue to be used on the effective date of the merger.

5. DIRECTORS AND OFFICERS OF THE SURVIVING CORPORATION:

5.1 Directors. The number of the first Board of Directors of the Surviving Corporation shall be one (1). The names and post office addresses of the first Directors, who shall hold office until the annual meeting of shareholders of the Surviving Corporation and until their successors are elected or appointed, according to law and the By-Laws of the Surviving Corporation are as follows:

Name of Director	Post Office Address
William Blank	170 North Ocean Boulevard, #204 Palm Beach, FL 33480

5.2 Officers. The first officers of the Surviving Corporation, who shall hold office until their successors shall have been elected or appointed according to law and the By-Laws of the Surviving Corporation, and their office or offices, names and post office addresses are as follows:

Name of Officers

Post Office Address

President:
William Blank

170 North Ocean Boulevard, #204
Palm Beach, FL 33480

Secretary/Treasurer:
William Blank


170 North Ocean Boulevard, #204
Palm Beach, FL 33480

**6. MANNER OF CONVERTING STOCK OF TERMINATING CORPORATION INTO
STOCK OF THE SURVIVING CORPORATION:**

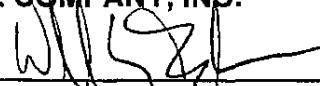
The stock certificates for all outstanding shares of common stock of the Terminating Corporation shall be delivered to the Surviving Corporation and shall be duly canceled. The holders of the shares of the capital stock of the Terminating Corporation shall be entitled to receive no additional shares of capital stock of the Surviving Corporation in exchange for their shares of capital stock of the Terminating Corporation, because they hold capital stock in the Terminating Corporations in the same proportion as they hold capital stock in the Surviving Corporation. All shares of all classes of capital stock of the Surviving Corporation, which were issued and outstanding immediately prior to the Effective Date shall remain unchanged. All shares of all classes of capital stock of the Surviving Corporation issued and outstanding after the Effective Date shall be and remain fully paid and nonassessable and shall be deemed fully issued as the capital stock of the Surviving Corporation without further action on the part of the Surviving Corporation or its shareholders.

IN WITNESS WHEREOF, **M. GOLDSMITH CO. N.J.** and **BBME COMPANY, INC.** have caused these presents to be signed by their President and attested to by their Secretary both duly authorized, and the director and shareholder of **M. GOLDSMITH CO. N.J.** and **BBME COMPANY, INC.** hereunto set their hands and seals this 3 day of April, 2014.

M. GOLDSMITH CO. N.J.


By: William Blank, President, Sole Shareholder
and Director

BBME COMPANY, INC.


By: William Blank, President, Sole Shareholder
and Director