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**MERGER OR SHARE EXCHANGE**

**Tin-Rez Corp., Inc.**

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## MESSAGE:

Attached, please find the Articles of Merger for Tin-Rez Corp., Inc.  
(Document No. P13000100305).

Should you have any questions with regard to this matter, please feel free to contact me.

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**ARTICLES OF MERGER  
OF**

**TIN-REZ CORP., INC.  
(a California corporation)  
("Merging Corporation")**

**WITH AND INTO**

**TIN-REZ CORP., INC.  
(a Florida corporation)  
("Surviving Corporation")**

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The following Articles of Merger are being submitted in accordance with Section 607.1107 of the Florida Business Corporation Act (the "Florida Act").

The undersigned enter into these Articles of Merger by which TIN-REZ CORP., INC., a California corporation (the "Merging Corporation"), shall be merged with and into TIN-REZ CORP., INC., a Florida corporation (the "Surviving Corporation"), with the Surviving Corporation being the surviving business entity, in accordance with a Plan of Merger (the "Plan"), adopted pursuant to Section 607.1103 of the Florida Act. The undersigned hereby certify as follows:

FIRST, a copy of the Plan is attached hereto and made a part hereof.

SECOND, the merger shall become effective at 11:59 P.M. on December 31, 2013.

THIRD, the Plan was adopted on December 17, 2013, pursuant to Section 607.1103 of the Florida Act, by joint unanimous written consent of the directors and shareholders of TIN-REZ CORP., INC., a Florida corporation. The only voting group of TIN-REZ CORP., INC., a Florida corporation, entitled to vote on adoption of the Plan was the holders of common stock. The number of votes cast by such voting group was sufficient for approval by that group.

FOURTH, the Plan was adopted on December 17, 2013, in accordance with the laws of the State of California, by joint unanimous written consent of the directors and shareholders of TIN-REZ CORP., INC., a California corporation.

FIFTH, these Articles of Merger comply and were executed in accordance with the laws of the State of Florida.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, these Articles of Merger have been executed by TIN-REZ CORP., INC., a Florida corporation, as the Surviving Corporation, and by TIN-REZ CORP., INC., a California corporation, as the Merging Corporations, this 17 day of December, 2013.

**MERGING CORPORATION**

TIN-REZ CORP., INC., a California corporation

By: 

Name: Antony Mitchell

Title: President

**SURVIVING CORPORATION**

TIN-REZ CORP., INC., a Florida corporation

By: 

Name: Antony Mitchell

Title: President

### AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger (the "Plan") dated as of December 17, 2013 provides for the merger (the "Merger") of TIN-REZ CORP., INC., a California corporation ("Merging Corporation") with and into TIN-REZ CORP., INC., a Florida corporation (the "Surviving Corporation"), as follows:

1. **Merger.** Upon effectiveness of the Merger, the Merging Corporation shall be merged with and into the Surviving Corporation, the separate existence of the Merging Corporation shall cease and the Surviving Corporation shall be the surviving business entity.
2. **Effective Time.** The Merger of Merging Corporation with and into the Surviving Corporation shall become effective at 11:59 p.m. on December 31, 2013 (the "Effective Time").
3. **Conversion of Shares of Merging Corporation.** At the Effective Time, all of the shares of capital stock of the Merging Corporation which are issued and outstanding at the Effective Time shall be retired and cancelled, automatically, without any further action on the part of Merging Corporation or the Surviving Corporation, or otherwise.
4. **Effect of Merger.** At the Effective Time, the separate existence of Merging Corporation shall cease, and the Surviving Corporation shall succeed to all the rights, privileges, immunities, and franchises, and to all the property, real, personal and mixed, of Merging Corporation, without the necessity for any separate transfer. The Surviving Corporation shall thereafter be responsible and liable for all liabilities and obligations of the Merging Corporation, and neither the rights of creditors nor any liens on the property of Merging Corporation shall be impaired by the Merger. If at any time after the Effective Time the Surviving Corporation shall consider or be advised that any deeds, bills of sale, assignments or assurances or any other acts or things are necessary, desirable or proper (a) to vest, perfect or confirm, of record or otherwise, in the Surviving Corporation, its right, title or interest in, to or under any of the rights, privileges, powers, franchises, properties or assets of the Merging Corporation acquired or to be acquired as a result of the Merger, or (b) otherwise to carry out the purposes of this Plan, the Surviving Corporation and its officers and directors or their designees shall be authorized to execute and deliver, in the name and on behalf of the Merging Corporation, all deeds, bills of sale, assignments and assurances, and to do, in the name and on behalf of the Merging Corporation, all other acts and things necessary, desirable or proper to vest, perfect or confirm the Surviving Corporation's right, title or interest in, to or under any of the rights, privileges, powers, franchises, properties or assets of the Merging Corporation acquired or to be acquired as a result of the Merger and otherwise to carry out the purposes of this Plan.
5. **Surviving Corporation.** Tin-Rez Corp., Inc., a Florida corporation, is the Surviving Corporation and its business address is 6615 West Boynton Beach Blvd., #394, Boynton Beach, Florida 33437
6. **Abandonment.** This Plan may be abandoned at any time prior to the Effective Time by the Merging Corporation or the Surviving Corporation.

[Signatures appear on the following page]

*Surviving Corporation*

TIN-REZ CORP., INC., a Florida corporation

By: 

Name: Antony Mitchell

Its: President

*Merging Corporation*

TIN-REZ CORP., INC., a California  
corporation

By: 

Name: Antony Mitchell

Its: President