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Florida Department of State

Division of Corporations

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**MERGER OR SHARE EXCHANGE**

**Lovenet of Florida Inc.**

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**ARTICLES OF MERGER  
FOR  
BOTERO BONILLA HERMANOS CORP.  
INTO  
LOVENET OF FLORIDA INC.**

The following Articles of Merger are submitted to merge Botero Bonilla Hermanos Corp, a Florida corporation into Lovenet of Florida Inc., a Florida corporation in accordance with Section 607.1105, Florida Statutes.

**FIRST:** The name and jurisdiction of the **surviving** corporation is:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Lovenet of Florida Inc.	Florida	P14000039558

**SECOND:** The name and jurisdiction of is **merging** corporation is:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Botero Bonilla Hermanos Corp.	Florida	P22000081150

**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.

**FIFTH:** Adoption of Merger by Lovenet of Florida Inc.

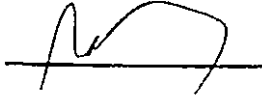
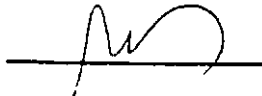
The Plan of Merger was adopted by the shareholders of the surviving corporation on December 12, 2022.

**SIXTH:** Adoption of Merger by Botero Bonilla Hermanos Corp.

The Plan of Merger was adopted by the shareholder of the merging corporation on December 12, 2022.

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SEVENTH: Signature(s) for each entity:

<u>Name</u>	<u>Signature</u>	<u>Name of Individual &amp; Title</u>
Lovenet of Florida Inc.		Maria Paula Botero Bonilla Director
Botero Bonilla Hermanos Corp.		Maria Botero Director

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**PLAN OF MERGER  
FOR  
BOTERO BONILLA HERMANOS CORP.  
INTO  
LOVENET OF FLORIDA INC.**

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 is:

<u>Name</u>	<u>Jurisdiction</u>
Lovenet of Florida Inc.	Florida

**SECOND:** The name and jurisdiction of each **merging** corporation is:

<u>Name</u>	<u>Jurisdiction</u>
Botero Bonilla Hermanos Corp.	Florida

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

1. The consummation of the merger shall have all of the effects set forth in Section 607.1106 of the Business Corporation Act. In furtherance, and not in limitation, of the foregoing, all of the obligations of Botero Bonilla Hermanos Corp. ("Botero Bonilla Hermanos Corp.") as well as all of the rights, privileges and powers of the Botero Bonilla Hermanos Corp., and all property, real, personal and mixed, and all debts due to the Botero Bonilla Hermanos Corp. or owed by the Botero Bonilla Hermanos Corp., and all franchises, licenses and permits held by the Botero Bonilla Hermanos Corp., as well as all other things and causes of action belonging to the Botero Bonilla Hermanos Corp., shall remain vested in Lovenet of Florida Inc. ("Lovenet of Florida Inc.") and shall be the property of Lovenet of Florida Inc., and the title to any real property vested by deed or otherwise in the Botero Bonilla Hermanos Corp. shall not revert or be in any way impaired.

2. The surviving entity shall be governed by its current bylaws.

3. Upon the filing of the Articles of Merger, the directors and officers of Botero Bonilla Hermanos Corp. shall be removed, and the directors and officers of Lovenet of Florida Inc. shall remain.

4. This Plan and the transactions contemplated hereby may be terminated by resolution of the Board of Directors of Botero Bonilla Hermanos Corp. and Lovenet of Florida Inc. at any time prior to the filing of the Articles of Merger in the manner and to the extent provided in the Business Corporation Act.

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5. If this Plan is terminated pursuant to the provisions hereof, this Plan shall become void and of no effect with no liability on the part of any party hereto.

6. This Plan and the transactions contemplated hereby may be amended by resolution of the Board of Directors of Botero Bonilla Hermanos Corp. and Lovenet of Florida Inc. at any time prior to the Effective Date of the merger in the manner and to the extent provided in the Business Corporation Act.

7. This Plan shall be governed by, enforced under and construed in accordance with the laws of the State of Florida without giving effect to any choice or conflict of law provision or rule thereof.

**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:

By virtue of the Merger and without any action on the part of Botero Bonilla Hermanos Corp., Lovenet of Florida Inc. or any holder thereof, the shares of common stock of Botero Bonilla Hermanos Corp., issued and outstanding immediately prior to Merger, all of which are held by the sole shareholder of Botero Bonilla Hermanos Corp., shall be automatically converted into shares of common stock of Lovenet of Florida Inc. Immediately prior to the merger, there shall be outstanding no class or series of capital stock of the Corporation other than its common stock.

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