

PI 5000068165

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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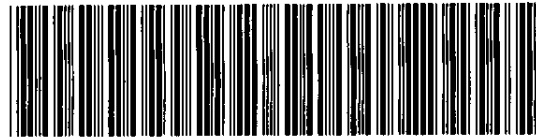
(Business Entity Name)

(Document Number)

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FILED
15 DEC 30 AM 6:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
DEPARTMENT OF STATE
15 DEC 30 AM 11:56

Merger
DEC 30 2015

R. White

SUNSHINE CORPORATE FILING of FLORIDA, INC.

3458 Lakeshore Drive
Tallahassee, Florida 32312
(850) 656-4724

COVER LETTER

DATE: 12-29-15

WALK IN

ENTITY

NAME: Next Group Holdings, INC.

(NAME AVAILABLE? /)

CORRECT FORM /)

PLEASE FILE THE ATTACHED AND RETURN:

☒ PLAIN COPY
☐ CERTIFIED COPY

CHECK # 2084

AMOUNT: \$70.00

PLEASE CONTACT TINA AT 850-508-1891 WITH ANY
QUESTIONS OR CORRECTIONS!

THANK YOU!

TINA GOFF, PRESIDENT

SUNSHINE CORPORATE & FILING SERVICES, INC.

Exhibit 99.1

FILED

15 DEC 30 AM 6:09

SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF MERGER
OF**

NGH ACQUISITION CORP
(a Florida corporation)

WITH AND INTO

NEXT GROUP HOLDINGS, INC.
(a Florida corporation)

Pursuant to Section 607.1105
of the Florida Business Corporation Act

Pursuant to Section 607.1105 of the Florida Business Corporation Act (the "FBCA"), these Articles of Merger provide as follows:

ARTICLE I
State of Incorporation; Surviving Corporation

The name and state of incorporation of each of the constituent corporations of the merger is as follows:

Name	State of Incorporation	Document Number
NGH Acquisition Corp	Florida	P15000101987
Next Group Holdings, Inc.	Florida	P15000068165

Next Group Holdings, Inc., a Florida Corporation, shall be the surviving corporation.

ARTICLE II
Plan of Merger

The Agreement and Plan of Merger providing for the merger of Federated National Insurance Company ("FNIC"), with and into American Vehicle Insurance Company ("AVIC"), is attached hereto as Exhibit A (the "Agreement and Plan of Merger").

ARTICLE III
Approval of the Plan

The Board of Directors of Next Group Holdings, Inc and NGH Acquisition Corp. reviewed, considered and, on December 28, 2015 pursuant to an action by unanimous written consent in accordance with Section 607.0821 of the FBCA, duly adopted the Agreement and Plan of Merger, and presented the Agreement and Plan of Merger to the

sole shareholder of Next Group Holdings, Inc. in accordance with Section 601.1101 of the FBCA. Thereafter, the sole shareholder of FNIC adopted and approved the Agreement and Plan of Merger on December 28, 2015 pursuant to an action by written consent in accordance with section 607.0704 of the FBCA

The Board of Directors of NGH Acquisition Corp, reviewed, considered and, on December 28, 2015 pursuant to an action by unanimous written consent in accordance with Section 607.0821 of the FBCA, duly adopted the Agreement and Plan of Merger, and presented the Agreement and Plan of Merger to the sole shareholder of NGH Acquisition Corp. In accordance with Section 607.1101 of the FBCA. Thereafter, the sole shareholder of NGH Acquisition Corp adopted and approved the Agreement and Plan of Merger on December 14, 2010 pursuant to an action by written consent in accordance with Section 607.0704 of the FBCA

ARTICLE IV
Effective Time

These Articles of Merger shall become effective on the date and at the time accepted for filing by the Department of State of the State of Florida.

[Signatures on Next Page]

IN WITNESS WHEREOF, the undersigned duly authorized officers of the constituent corporations have caused these Articles of Merger to be executed this 30th day of December 2015.

NGH ACQUISITION CORP, a Florida
Corporation

By: /s/ Calvin Lewis

Name: Calvin Lewis

Title: President

By: /s/ Robert Rico

Name: Robert Rico

Title: Secretary

NEXT GROUP HOLDINGS, INC., a Florida
Corporation

By: /s/ Arik Meimon

Name: Arik Meimon

Title: President

By: /s/ Arik Meimon

Name: Arik Meimon

Title: Secretary

[Execution Page to Article of Merger]