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Division of Corporations

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Florida Department of State  
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MERGER OR SHARE EXCHANGE  
LEVI-RAY FASHION, INC.

Certificate of Status	1
Certified Copy	0
Page Count	06
Estimated Charge	\$78.75

*Merger/Cus*

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## ARTICLES OF MERGER

(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Levi-Ray Fashion, Inc.	Florida	P15000089818

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
LEVI-RAY FASHION, INC.	California	C3774675

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.

OR       /      /       (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on November 5, 2015

The Plan of Merger was adopted by the board of directors of the surviving corporation on \_\_\_\_\_ and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on November 5, 2015

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on \_\_\_\_\_ and shareholder approval was not required.

(Attach additional sheets if necessary)

2015 NOV 23 AM 9:05  
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 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

Seventhe SIGNATURES FOR EACH CORPORATION

None of Concern

Signature of Air Officer or  
Director

Typed or Printed Name of Individual & Title

Levi-Roy Fashion, Inc.

Levi-Roy Fashion, Inc.

**Swati Akhota, Director**

JAMES ROWLANDS WALKER Director

**PLAN OF MERGER**  
(Non Subsidiaries)

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:

<u>Name</u>	<u>Jurisdiction</u>
Levi-Ray Fashion, Inc.	Florida

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
Levi-Ray Fashion, Inc.	California

Third: The terms and conditions of the merger are as follows:

Please see attached.

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:

*(Attach additional sheets if necessary)*

On the Effective Date, Levi-Ray Fashion, Inc., a California corporation ("Merging Corporation") will be merged with and into Levi-Ray Fashion, Inc., a Florida corporation, whereupon the separate corporate existence of Merging Corporation will cease and Levi-Ray Fashion, Inc., a Florida corporation will be the "Surviving Corporation". From and after the Effective Date, the Surviving Corporation will possess all the rights, privileges and powers and will assume all of the liabilities, obligations and duties of the Merging Corporation. At the Effective Date (i) all the rights, privileges, powers and franchises, of a public as well as of a private nature, and all property, real, personal and mixed, and all and every other interest belonging to or due to Merging Corporation, shall continue to be held by or shall be taken and deemed to be transferred to, and vested in Surviving Corporation, without further act or deed, and (ii) all debts, liabilities, duties and obligations of Merging Corporation shall continue to be or shall become the debts, liabilities, duties and obligations of the Surviving Corporation without further act or deed.

On the Effective Date, each share of capital stock of Merging Corporation shall be converted into a share of Surviving Corporation.

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

OR

Restated articles are attached:

Other provisions relating to the merger are as follows: