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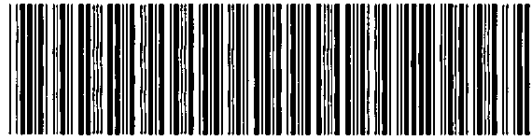
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(Document Number)

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Merger

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Date: May 15, 2017

Account#: I20000000088

Name: Eric Hood

Reference #: T009862

Entity Name: MYMATRIX HOLDINGS, INC.

☐ Articles of Incorporation/Authorization to Transact Business

☐ Amendment

☐ Change of Agent

☐ Reinstatement

☐ Conversion

☒ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

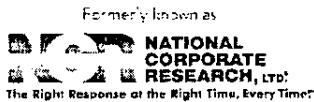
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Authorized Amount: \$ 78.75

Signature: EB Hood



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☒ Other CERTIFIED COPY

Authorized Amount: \$ 78.75

Signature: EB Hood

ARTICLES OF MERGER
OF
LIGHTSPEED TRANSITORY SUBSIDIARY, INC.
(a Florida corporation)
WITH AND INTO
MYMATRIXX HOLDINGS, INC.
(a Florida corporation)

The following articles of merger are being submitted in accordance with Section 607.1105 of the Florida Business Corporation Act.

FIRST: The exact name, jurisdiction, and document number of the surviving corporation are as follows:

Name	Jurisdiction	Document Number
myMatrixx Holdings, Inc.	Florida	P16000021561

SECOND: The exact name, jurisdiction, and document number for the merging corporation are as follows:

Name of Surviving Party	Jurisdiction	Document Number
Lightspeed Transitory Subsidiary, Inc.	Florida	P17000023833

THIRD: The Plan of Merger is attached hereto as Exhibit A.

FOURTH: The merger shall become effective on May 15, 2017.

FIFTH: The Plan of Merger was adopted by written consent of the shareholders of the surviving corporation (myMatrixx Holdings, Inc.) on March 29, 2017.

SIXTH: The Plan of Merger was adopted by written consent of the sole shareholder of the merging corporation (Lightspeed Transitory Subsidiary, Inc.) on March 29, 2017.

IN WITNESS WHEREOF, the respective duly authorized officers have caused these Articles of Merger to be executed this 24 day of May, 2017.

myMatrixx Holdings, Inc., a Florida corporation

By: 

Name: Thomas W Caddy

Title: CEO

Lightspeed Transitory Subsidiary, Inc., a Florida corporation

By: _____

Name: _____

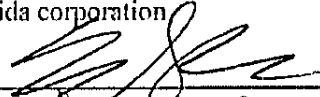
Title: _____

IN WITNESS WHEREOF, the respective duly authorized officers have caused these Articles of Merger to be executed this 12th day of May, 2017.

myMatrixx Holdings, Inc., a Florida corporation

By: _____
Name: _____
Title: _____

Lightspeed Transitory Subsidiary, Inc., a Florida corporation

By:  _____
Name: Eric Stanser
Title: VP FCFO

**EXHIBIT A
PLAN OF MERGER**

This Plan of Merger ("Plan") is entered into, by and between Lightspeed Transitory Subsidiary, Inc., a Florida corporation (the "Merging Corporation") and myMatrixx Holdings, Inc., a Florida corporation (the "Surviving Corporation"), pursuant to, as a part of, and in order to reflect the terms of the Agreement and Plan of Merger, dated as of March 28, 2017, between the Surviving Company, Merging Corporation, and others (the "Merger Agreement").

WITNESSETH:

WHEREAS, the Merging Corporation is a corporation duly organized and existing under and by virtue of the laws of the State of Florida;

WHEREAS, the Surviving Corporation is a corporation duly organized and existing under and by virtue of the laws of the State of Florida; and

WHEREAS, pursuant to duly authorized actions of the sole shareholder (the "Sole Shareholder") and the sole director (the "Sole Director") of the Merging Corporation and the shareholders (the "Shareholders") and the Board of Directors (the "Directors") of the Surviving Corporation, respectively, the Merging Corporation and the Surviving Corporation have determined that they shall merge (the "Merger") upon the terms and conditions and in the manner set forth in this Plan and in accordance with applicable law.

NOW THEREFORE, in consideration of the mutual premises herein contained, the Merging Corporation and the Surviving Corporation hereby agree as follows:

1. **MERGER.** The Merging Corporation and the Surviving Corporation agree that the Merging Corporation shall be merged with and into the Surviving Corporation, as a single and surviving entity, upon the terms and conditions set forth in this Plan, and that the Surviving Corporation shall continue under the laws of the State of Florida as the surviving entity of the Merger.

2. **SURVIVING ENTITY.** At the Effective Date (as defined below) of the Merger:

The Surviving Corporation shall be the surviving entity of the Merger, and shall continue to exist as a corporation under the laws of the State of Florida, with all of the rights and obligations as are provided thereunder.

The Merging Corporation shall cease to exist, and its property shall become the property of the Surviving Corporation as the surviving entity of the Merger.

3. **CONSTITUENT DOCUMENTS.** As a result of the Merger and on the Effective Date, the constituent documents of the Surviving Corporation shall be as follows:

(a) **Articles of Incorporation.** Upon the effectiveness of the Merger, the Articles of Incorporation of the Surviving Corporation shall be amended and restated to read in

their entirety as attached as Attachment A hereto, and as so amended and restated shall be the Articles of Incorporation of the Surviving Corporation.

(b) **Bylaws.** Upon the effectiveness of the Merger, the bylaws of the Merging Corporation in effect immediately prior to the Merger on the Effective Date (the "Bylaws") shall be the bylaws of the the Surviving Corporation.

4. **CONVERSION AND EXCHANGE OF SHARES.** On the Effective Date and as a result of the Merger, all of the shares of common stock of the Merging Corporation issued and outstanding on the Effective Date prior to the Merger shall be converted into one validly issued, fully paid and nonassessable share of common stock of the Surviving Corporation, so that there will only be one share of common stock of the Surviving Corporation issued and outstanding following the Merger. On the Effective Date and as a result of the Merger, each share of common stock (voting and non-voting) of myMatrixx Holdings, Inc. issued and outstanding immediately prior to the Merger on the Effective Date shall be converted into and become the right to receive at the time and subject to the terms and conditions specified in the Merger Agreement, the consideration specified therein.

5. **APPROVAL.** The Merger Agreement and Plan of Merger were adopted and approved by the Sole Director of the Merging Corporation by written consent dated March 15, 2017, were adopted and approved by the Sole Shareholder of the Merging Corporation by written consent dated as of March 29, 2017, were adopted and approved by the Directors of the Surviving Corporation by written consent dated as of March 28, 2017, and were adopted and approved by the Shareholders of the Surviving Corporation by written consent dated as of March 29, 2017.

6. **EFFECTIVE DATE OF MERGER.** The Merger shall be effective on the date the Articles of Merger are filed with the Secretary of State of Florida (the "Effective Date"); provided that, for clarity, in connection with calculating the Closing Net Working Capital (as defined in the Merger Agreement) under the Merger Agreement, a time of 11:59 p.m. Eastern time on the Effective Date shall be used.

7. **AMENDMENTS.** The Merging Corporation and the Surviving Corporation may amend or terminate this Plan to the full extent provided pursuant to applicable law.

[Signature on following page]

IN WITNESS WHEREOF, the parties have caused this Plan to be entered into
as of the date first above written.

MERGING CORPORATION:

Lightspeed Transitory Subsidiary, Inc., a Florida
corporation

By: 

Name: _____

Title: _____

SURVIVING CORPORATION:

myMatrixx Holdings, Inc., a Florida
corporation

By: _____

Name: _____

Title: _____

IN WITNESS WHEREOF, the parties have caused this Plan to be entered into as of the date first above written.

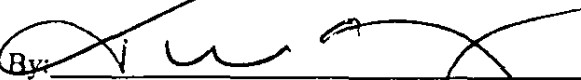
MERGING CORPORATION:

Lightspeed Transitory Subsidiary, Inc., a Florida corporation

By: _____
Name: _____
Title: _____

SURVIVING CORPORATION:

myMatrixx Holdings, Inc., a Florida corporation

By:  _____
Name: THOMAS C. CARAY
Title: CEO

**ATTACHMENT A
TO THE PLAN OF MERGER**

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

myMatrixx Holdings, Inc.

FIRST: The name of the corporation (hereinafter, the "Corporation") is myMatrixx Holdings, Inc.

SECOND: The principal place of business and mailing address of the Corporation is: One Express Way, Mail Route HQ2E03 St. Louis, MO 63121.

THIRD: The number of shares that the Corporation is authorized to issue is One Thousand (1,000), all of which are of a par value of \$.01 each, are of the same class and are to be common shares.

FOURTH: The street address of the registered office of the Corporation in the State of Florida is Corporation Service Company, 1201 Hays Street Tallahassee, FL 32301. The name of the registered agent of the Corporation at the said registered office is Corporation Service Company.

FIFTH: The purposes for which the Corporation is initially organized, which shall continue to be the purposes of the Corporation until and if the same shall be amended pursuant to the provisions of the Florida Business Corporation Act, shall be to transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act and to have all of the power conferred upon corporations organized under the Florida Business Corporation Act.

SIXTH: The duration of the Corporation shall be perpetual.

SEVENTH: The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.