

## Florida Department of State

Division of Corporations  
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## To:

Division of Corporations  
Fax Number : (850) 617-6380

## From:

Account Name : BROAD AND CASSEL ORLANDO - CORPORATE  
Account Number : I20160000074  
Phone : (407) 839-4277  
Fax Number : (407) 425-8377

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: \_\_\_\_\_

MERGER OR SHARE EXCHANGE  
IONEMOTO, INC.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 0       |
| Page Count            | 05      |
| Estimated Charge      | \$60.00 |

## ARTICLES OF MERGER

OF

**TIGHTTAILS, LLC**

**(a Massachusetts limited liability company)**

## WITH AND INTO

**IONEMOTO, INC.**

(a Florida corporation).

The following Articles of Merger are submitted to merge the following Massachusetts limited liability company and Florida corporation in accordance with Section 607.1109, Florida Statutes:

1. The exact name, form/entity type, and jurisdiction for each merging party are as follows: TIGHTAILS, LLC, a Massachusetts limited liability company (the "Disappearing Entity") and IONEMOTO, INC., a Florida corporation (the "Surviving Entity").
2. Attached as Exhibit A is a copy of the agreement and plan of merger (the "Agreement and Plan of Merger"), dated effective as of February 27, 2017, between the Surviving Entity and the Disappearing Entity, setting forth the plan of merger whereby the Disappearing Entity will merge with and into the Surviving Entity.
3. The Agreement and Plan of Merger was approved and adopted by the sole shareholder and director of the Surviving Entity by written consent on February 27, 2017, in accordance with the applicable provisions of Florida law, and approved by the sole member of the Disappearing Entity by written consent effective on February 28, 2017, in accordance with the applicable provisions of Massachusetts law.
4. The Surviving Entity is a domestic filing entity: Document Number P16000094453.
5. The merger shall become effective as of the filing of these Articles.

[SIGNATURE PAGE TO FOLLOW]

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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IN WITNESS WHEREOF, the parties hereto have duly executed these Articles of Merger, as of the day and year first written above.

**DISAPPEARING ENTITY:**

TIGHTAILS, LLC, a Massachusetts limited liability company

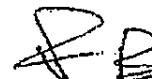
By:

  
Frederic Baly, Member

**SURVIVING ENTITY:**

IONEMOTO, INC., a Florida corporation

By:

  
Frederic Baly, President

**EXHIBIT A**

**AGREEMENT AND PLAN OF MERGER**

See attached.

**AGREEMENT AND PLAN OF MERGER****OF****TIGHTAILS, LLC****(a Massachusetts limited liability company)****WITH AND INTO****IONEMOTO, INC.****(a Florida corporation)**

THIS AGREEMENT AND PLAN OF MERGER (the "Agreement") is entered into and effective as of the 27 day of February, 2017, by and between TIGHTAILS, LLC, a Massachusetts limited liability company (the "Disappearing Entity"), and IONEMOTO, INC., a Florida corporation (the "Surviving Entity").

**BACKGROUND**

**WHEREAS**, the sole member of the Disappearing Entity and the sole shareholder and director of the Surviving Entity have determined that the transactions described herein are in the best interests of the parties and have approved the transactions described herein.

**NOW, THEREFORE**, in consideration of the premises and the mutual representations, warranties and covenants herein contained, the parties agree as follows:

**PLAN OF MERGER**

1. Upon the terms and subject to the conditions set forth in this Agreement, and in accordance with the provisions of Chapter 607, Florida Statutes, and M.G.L. Chapter 156D, Section 59 and 61, Massachusetts Limited Liability Company Act, at the effective time of the merger, the Disappearing Entity shall be merged with and into the Surviving Entity (the "Merger"). As a result of the Merger, the separate existence of the Disappearing Entity shall thereupon cease and the Surviving Entity shall continue as the surviving entity of the Merger. The Disappearing Entity and the Surviving Entity are collectively referred to as the "Constituent Entities".

2. The Merger shall become effective upon the filing of the Articles of Merger with the State of Florida (the "Effective Time").

3. The Articles of Incorporation of the Surviving Entity as in effect at the Effective Time of the Merger shall be the Articles of Incorporation of the Surviving Entity after the Effective Time.

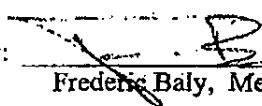
4. At the Effective Time, by virtue of the Merger and without any action on the part of the members, shareholders, officers, managers, or directors of the Constituent Entities, the membership interests of the Disappearing Entity immediately prior to the Effective Time will be automatically cancelled and the Surviving Entity will not issue shares.

**IN WITNESS WHEREOF** the parties hereto have duly executed this Agreement as of the day and year first above written.

**DISAPPEARING ENTITY:**

TIGHTAILS, LLC, a Massachusetts limited liability company


By:

  
Frederic Baly, Member

**SURVIVING ENTITY:**

IONEMOTO, INC., a Florida corporation

By:

  
Frederic Baly, President