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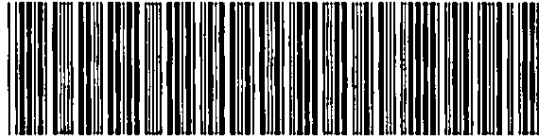
(Business Entity Name)

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: HONEYFUND.COM, INC.
Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

SARA MARGULIS

Contact Person

HONEYFUND.COM, INC

Firm/Company

2605 ENTERPRISE RD E, STE 310

Address

CLEARWATER, FL 33759

City/State and Zip Code

Sara @ honeyfund.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

SARA MARGULIS

Name of Contact Person

At (707) 291-2741

Area Code & Daytime Telephone Number

☒ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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DIVISION OF CORPORATIONS
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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)
HONEYFUND.COM, INC	FLORIDA, US	P17000 056 297

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
HONEYFUND.COM, INC	CALIFORNIA, US	3194535

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 JULY 1, 2017.

The Plan of Merger was adopted by the board of directors of the surviving corporation on

~~JULY 1, 2017~~ 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 JULY 1, 2017

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)

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DEPARTMENT OF REVENUE
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Name of Corporation

Signature of an Officer or Director

Typed or Printed Name of Individual & Title

- <u>HONEYFUND.COM, INC</u>	<u>Sara K Margulis</u>	<u>SARA K MARGULIS, CEO</u>
- <u>HONEYFUND.COM, INC</u>	<u>Sara K Margulis</u>	<u>SARA K MARGULIS, CEO</u>

**PLAN OF MERGER
FOR APPROVAL BY THE STOCKHOLDERS
OF
HONEYFUND.COM, INC.**

The undersigned Stockholders of Honeyfund.com, Inc. (the "Company"), approve this Plan of Merger, effective this 1st day of July, 2017:

Honeyfund.com, Inc, a California corporation, is hereby merging into a new Florida corporation by the same name (the surviving corporation). The purpose of the merger is a corporate relocation from the state of California to the state of Florida.

Terms of the Merger:

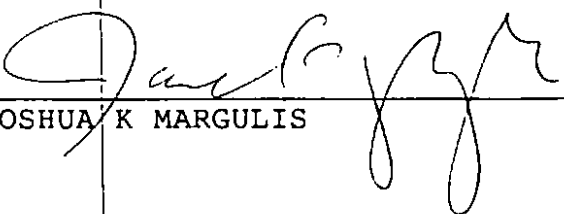
1. All outstanding shares of the California corporation will be transferred on a one-to-one basis to the new Florida corporation and new stock certificates will be issued by the Secretary of the surviving corporation.
2. All outstanding obligations including the California corporation's outstanding stock options and Employee Phantom Stock will be transferred on a one-to-one basis to the new Florida corporation and new documents will be issued to the interested parties by the Secretary of the surviving corporation.
3. All rights to acquire shares, obligations and other securities of the California corporation as outlined in the California corporation's bylaws shall be assigned to the Florida corporation and included in the Florida corporation's bylaws.
4. All financial, capital and other assets of the California corporation shall become assets of the Florida corporation.
5. All liabilities of the California corporation shall become liabilities of the Florida corporation.
6. All outstanding agreements and contracts of the California corporation shall be assigned to the Florida corporation unless assignment is prohibited by the contracts, in which case the Florida corporation will engage in new contracts to replace those of the California corporation.
7. No purchase price or other financial terms are part of this merger.

The Florida corporation's articles of incorporation are attached for reference.

IN WITNESS WHEREOF, the undersigned have hereunto set their hand as of the effective date set forth above.

STOCKHOLDERS:


SARA K MARGULIS


JOSHUA K MARGULIS

**ARTICLES OF INCORPORATION
OF
HONEYFUND.COM, INC.**

I

The name of this corporation is **HONEYFUND.COM, INC.**

II

The principal place of business and mailing address of the corporation in the STATE OF FLORIDA is:

Address

**2901 KENSINGTON TRACE
TARPON SPRINGS, FL 34688**

III

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the laws of Florida.

IV

This corporation is authorized to issue only one class of shares of stock; and the total number of shares which this corporation is authorized to issue is **100,000**.

V

The names and addresses of the persons who are appointed to serve as initial directors of this corporation are:

**SARA K. MARGULIS
4528 RUTLEDGE DRIVE, PALM HARBOR, FLORIDA, 34685**

**JOSHUA K. MARGULIS
4528 RUTLEDGE DRIVE, PALM HARBOR, FLORIDA, 34685**

**ROSS REBACK
2901 KENSINGTON TRACE, TARPON SPRINGS, FL 34688**

VI

The corporation's initial registered agent for service of process is:

Name

ROSS REBACK

Address

2901 KENSINGTON TRACE, TARPON SPRINGS, FL 34688

VII

The name and address of the incorporator is:

Name

SARA K. MARGULIS

Address

321 SO. MAIN ST #523, SEBASTOPOL, CA 95472

VIII

The liability of the directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under Florida law.

IX

The corporation is authorized to indemnify the directors and officers of the corporation to the fullest extent permissible under Florida law.

X

The effective date of the corporation shall be July 1, 2017.

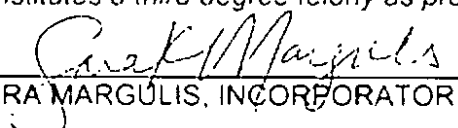
[SIGNATURE PAGE FOLLOWS]

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


ROSS REBACK, REGISTERED AGENT

DATE 6/22/17

I submit this document and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in x.817.155, F.S.

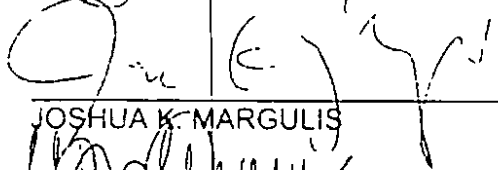

SARA MARGULIS, INCORPORATOR

DATE 6/22/17

IN WITNESS WHEREOF, the undersigned, being all the persons named above as the initial directors, have executed these Articles of Incorporation.

DATED: 6/22/17


SARA K. MARGULIS


JOSHUA K. MARGULIS


ROSS REBACK