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TALLAHASSEE, FLORIDA

2017 DEC 14 PM 4:33
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

12/31/2017

Merger

DEC 15 2017

LEBRITTON

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CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I200000000195

REFERENCE : 954931 4370126

AUTHORIZATION :

COST LIMIT : \$ 105.00

ORDER DATE : December 13, 2017

ORDER TIME : 2:22 PM

ORDER NO. : 954931-025

CUSTOMER NO: 4370126

\$60.00

ARTICLES OF MERGER

NYON LLC

INTO

HUBLOT OF AMERICA, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Roxanne Turner

EXAMINER'S INITIALS:

1a

EFFECTIVE DATE

12/31/2017

**Articles of Merger
For
Florida Profit or Non-Profit Corporation
Into
Other Business Entity**

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109, 617.0302 or 605.1025, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
HUBLOT OF AMERICA, INC.	Florida	For-Profit-Corporation
NYON LLC	Delaware	Limited Liability Company

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
HUBLOT OF AMERICA, INC.	Florida	For-Profit-Corporation

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 605, 617, and/or 620, Florida Statutes.

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SECRETARY OF STATE

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

AS OF 11:59 P.M. ON DECEMBER 31, 2017

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.

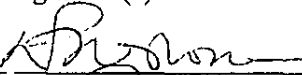
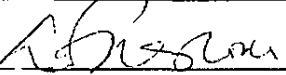
SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

SEVENTH: If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

EIGHTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
HUBLOT OF AMERICA, INC.		Louise Firestone
NYON LLC		Louise Firestone

Corporations:	Chairman, Vice Chairman, President or Officer <i>(If no directors selected, signature of incorporator.)</i>
General Partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative

Fees: \$35.00 Per Party

Certified Copy (optional): \$8.75

PLAN OF MERGER

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
HUBLOT OF AMERICA, INC.	Florida	For-Profit-Corporation
NYON LLC	Delaware	Limited Liability Company

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
HUBLOT OF AMERICA, INC.	Florida	For-Profit-Corporation

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

On 11:59 P.M. on December 31, 2017 (the "Effective date"), NYON INC. will merge with and into the

Surviving Corporation (the "Merger"), and the existence of NYON LLC will cease. The Surviving

Corporation to the Merger is and will continue its existence under Florida law as a corporation. The name

of the Surviving Corporation shall be unchanged.

On the Effective Date, the Certificate of Incorporation of the Surviving Corporation (the "Certificate"), as

filed with Florida Secretary of State on June 20, 1994, will thereafter continue to be its Certificate

until changed as provided by law. On the Effective Date, all of the assets, estate, property rights,

privileges and franchises of NYON LLC shall be vested, held and enjoyed by the Surviving Corporation,

as fully and entirely and without change or diminution as the same were held and enjoyed by NYON LLC

in its name, and the Surviving Corporation shall assume all of the obligations of NYON LLC.

(Attach additional sheet if necessary)

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

The Membership Interests of NYON LLC shall, at the Effective Date of the Merger be cancelled. No new

shares of Common Stock of the Surviving Corporation shall be issued, and each share of Membership

Interests in NYON LLC issued and outstanding immediately prior to the Effective Date shall be cancelled.

(Attach additional sheet if necessary)

B. The manner and basis of converting the rights to acquire the interests, shares, obligations or other securities of each merged party into the rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

Not applicable.

(Attach additional sheet if necessary)

FIFTH: If a partnership is the survivor, the name and business address of each general partner is as follows:

(Attach additional sheet if necessary)

SIXTH: If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

(Attach additional sheet if necessary)

SEVENTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

(Attach additional sheet if necessary)

EIGHTH: Other provision, if any, relating to the merger are as follows:

As a result of the Merger, by operation of law and without further act or deed, on the Effective Date,

all of the property, rights, interest and other assets of NYON LLC will be transferred to and vested in

Surviving Corporation and Surviving Corporation will assume all of the liabilities of NYON LLC.

(Attach additional sheet if necessary)