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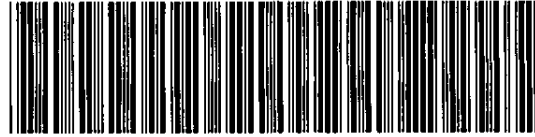
(Business Entity Name)

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2016 DEC 30 P 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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JAN 04 2016
T. LEMUEL

Margaret

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

THE WINDWARD DESIGN GROUP, INC.

File 2nd

File
2nd

Thanks

Signature

Requested by: BA

12/30/16

Name

Date

Time

Walk-In

Will Pick Up

Art of Inc. File _____
LTD Partnership File _____
Foreign Corp. File _____
L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
☒ Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
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Certificate of Good Standing _____
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Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
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ARTICLES OF MERGER OF
WINDWARD DESIGN GROUP, INC.,
a Florida corporation

2016 DEC 30 P 4: 01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1105 of the Florida Business Corporation Act, the undersigned corporations adopt the following articles of merger for the purpose of merging:

1. The names of the corporations which are parties to the within merger are WINDWARD DESIGN GROUP, INC., a Florida corporation, and DGP ENTERPRISES, INC., a Florida corporation. WINDWARD DESIGN GROUP, INC. is the surviving corporation.

2. On 12/19, 2016, the plan of merger attached hereto as Exhibit "A" was approved by the shareholders of each of the undersigned corporations in the manner prescribed by the Florida Business Corporation Act.

3. As to each of the undersigned corporations, the number of shares outstanding, and the designation and number of the shares of each class entitled to vote as a class, are as follows:

NAME OF CORPORATION	TOTAL NUMBER OF SHARES OUTSTANDING	DESIGNATION OF CLASS	NUMBER OF SHARES ENTITLED TO VOTE
WINDWARD DESIGN GROUP, Inc.	10000	Common	10000
DGP ENTERPRISES, Inc.	10000	Common	10000

4. As to each of the undersigned corporations, the total number of shares voted for and against the plan, respectively, and as to any class entitled to vote as a class, the number of shares voted for and against the plan, respectively, are as follows:

NAME OF CORPORATION	TOTAL VOTED FOR	TOTAL VOTED AGAINST
WINDWARD DESIGN GROUP, Inc.	10000	- 0 -
DGP ENTERPRISES, Inc.	10000	- 0 -

Dated: 12/19/16

WINDWARD DESIGN GROUP, INC., a Florida corporation

Secretary
[corporate seal]

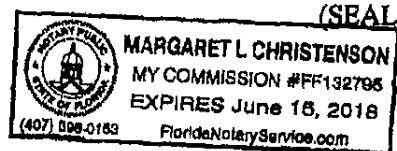
By: David G. Peace
Its: David G. Peace, President

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged and sworn to before me this 19 day of December, 2016, by DAVID G. PEACE, President of WINDWARD DESIGN GROUP, INC., a Florida corporation, who is personally known to me or who has produced personally known as identification.

Margaret L. Christenson
NOTARY PUBLIC
Printed Name: Margaret L. Christenson

MY COMMISSION EXPIRES:



Dated: 12/19/16
[Signature]
Secretary
[corporate seal]

DGP ENTERPRISES, INC., a Florida corporation

By: [Signature]
Its: David G. Peace, President

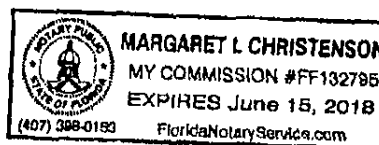
STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged and sworn to before me this 19 day of December, 2016, by DAVID G. PEACE, President of DGP ENTERPRISES, INC., a Florida corporation, who is personally known to me or who has produced personally known as identification.

Margaret L. Christenson
NOTARY PUBLIC
Printed Name: Margaret L. Christenson

MY COMMISSION EXPIRES:

(SEAL)



PLAN OF MERGER

Plan of Merger dated Jan 1, 2016 between WINDWARD DESIGN GROUP, INC., a Florida corporation, referred to as the surviving corporation, and DGP ENTERPRISES, INC., a Florida corporation, referred to as the absorbed corporation.

STIPULATIONS

A. Surviving corporation is a corporation organized and existing under the laws of the State of Florida, with its principal office at 1130 Commerce Blvd. North, Sarasota, FL 34243.

B. Surviving corporation has a capitalization of 10,000 authorized shares of \$1.00 par value common stock, of which 10,000 shares are issued and outstanding.

C. Absorbed corporation is a corporation organized and existing under the laws of the State of Florida, with its principal office at 1130 Commerce Blvd. North, Sarasota, FL 34243.

D. Absorbed corporation has a capitalization of 10,000 authorized shares of \$1.00 par value common stock of which 10,000 shares are issued and outstanding.

E. The boards of directors of the constituent corporations deem it desirable and in the best business interests of the corporations and their shareholders that DGP ENTERPRISES, INC. be merged into WINDWARD DESIGN GROUP, INC. pursuant to the provisions of Sections 607.1101 et seq. of the Florida Business Corporation Act in order that the transaction qualify as a "reorganization" within the meaning of Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended.

In consideration of the mutual covenants, and subject to the terms and conditions set forth below, the constituent corporations agree as follows:

SECTION ONE. Merger. Absorbed corporation shall merge with and into WINDWARD DESIGN GROUP, INC., which shall be the surviving corporation.

SECTION TWO. Terms and Conditions. On the effective date of the merger, the separate existence of the absorbed corporation shall cease, and the surviving corporation shall succeed to all the rights, privileges, immunities, and franchises, and all the property, real, personal, and mixed of the absorbed corporation, without the necessity for any separate transfer. The surviving corporation shall then be responsible and liable for all liabilities and obligations of the absorbed corporation, and neither the rights of creditors nor any liens on the property of the absorbed corporation shall be impaired by the merger.

SECTION THREE. Conversion of Shares. The manner and basis of converting the shares of the absorbed corporation into shares of the surviving corporation is as follows: (a) Each share of the \$1.00 par value common stock of absorbed corporation issued and



outstanding on the effective date of the merger shall be converted into one share of the \$1.00 par value common stock of surviving corporation, which shares of common stock of the surviving corporation shall then be issued and outstanding. However, in no event shall fractional shares of the surviving corporation be issued. In lieu of the issuance of fractional shares to which any holder of the common stock of the absorbed corporation would otherwise be entitled as a result of the conversion, a payment in cash shall be made equal to the value of such fraction, based on the market value of the common stock on the effective date of the merger. (b) The conversion shall be effected as follows: After the effective date of the merger, each holder of certificates for shares of common stock in the absorbed corporation shall surrender them to the surviving corporation or its duly appointed agent, in the manner that the surviving corporation shall legally require. On receipt of the share certificates, the surviving corporation shall issue and exchange certificates for shares of common stock in the surviving corporation, representing the number of shares of stock to which the holder is entitled as provided above. The surviving corporation shall issue to an agent for the holders otherwise entitled to fractional share interests, a certificate for the number of whole shares representing the aggregate of the fractional share interests, and the agent shall sell the whole shares and pay over the proceeds to the entitled shareholders in proportion to their fractional share interests. (c) Holders of certificates of common stock of the absorbed corporation shall not be entitled to dividends payable on shares of stock in the surviving corporation until certificates have been issued to those shareholders. Then, each such shareholder shall be entitled to receive any dividends on shares of stock of the surviving corporation issuable to them under this plan which may have been declared and paid between the effective date of the merger and the issuance to those shareholders of the certificate for his or her shares in the surviving corporation.

SECTION FOUR. Changes in Articles of Incorporation. The articles of incorporation of the surviving corporation shall continue to be its articles of incorporation following the effective date of the merger.

SECTION FIVE. Changes in Bylaws. The bylaws of the surviving corporation shall continue to be its bylaws following the effective date of the merger.

SECTION SIX. Directors and Officers. The directors and officers of the surviving corporation on the effective date of the merger shall continue as the directors and officers of the surviving corporation for the full unexpired terms of their offices and until their successors have been elected or appointed and qualified.

SECTION SEVEN. Prohibited Transactions. Neither of the constituent corporations shall, prior to the effective date of the merger, engage in any activity or transaction other than in the ordinary course of business, except that the absorbed and surviving corporations may take all action necessary or appropriate under the laws of the State of Florida to consummate this merger.

SECTION EIGHT. Approval by Shareholders. This plan of merger shall be submitted for the approval of the shareholders of the constituent corporations in the manner provided by the applicable laws of the State of Florida at meetings to be held on or before December 31, 2016, or at such other time as to which the boards of directors of the constituent corporations may agree.

SECTION NINE. Effective Date of Merger. The effective date of this merger shall be the date when articles of merger are filed by the Florida Department of State.

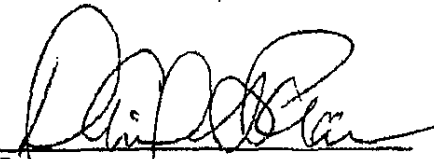
SECTION TEN. Abandonment of Merger. This plan of merger may be abandoned by action of the board of directors of either of the surviving or the absorbed corporation at any time prior to the effective date on the happening of either of the following events:

(a) If the merger is not approved by the stockholders of either the surviving or the absorbed corporation on or before December 31, 2016; or

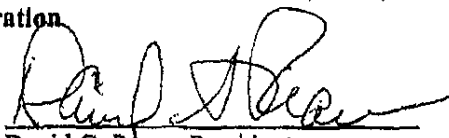
(b) If, in the judgment of the board of directors of either the surviving or the absorbed corporation, the merger would be impracticable because of the number of dissenting shareholders asserting appraisal rights under the laws of the State of Florida.

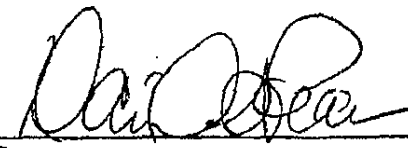
SECTION ELEVEN. Execution of Agreement. This plan of merger may be executed in any number of counterparts, and each counterpart shall constitute an original instrument.

Executed on behalf of the parties by their officers, sealed with their corporate seals, and attested by their respective secretaries pursuant to the authorization of their respective boards of directors on the date first above written.


Secretary
[corporate seal]

WINDWARD DESIGN GROUP, INC., a Florida corporation

By: 
Its: David G. Peace, President


Secretary
[corporate seal]

DGP ENTERPRISES, INC., a Florida corporation

By: 
Its: David G. Peace, President