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**MERGER OR SHARE EXCHANGE  
HHH OXFORD GP, INC.**

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*Merger*

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ARTICLES OF MERGER OF  
HHH OXFORD LP, INC.,  
WITH AND INTO  
HHH OXFORD GP, INC.

FILED  
16 DEC -7 PM 12:37  
CLERK OF CIRCUIT COURT  
IN AND FOR THE COUNTY OF FLORIDA

The following Articles of Merger are being submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1105, Florida Statutes.

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
HHH Oxford GP, Inc.	Florida	P97000080666

SECOND: The exact name, jurisdiction, and document number for each merging corporation that is not the surviving corporation are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
HHH Oxford LP, Inc.	Florida	P97000080661

THIRD: The Plan of Merger is attached.

FOURTH: The merger shall become effective as of the date of filing these Articles of Merger.

FIFTH: The Plan of Merger was adopted by the shareholders of the surviving corporation on December 1, 2016.

SIXTH: The Plan of Merger was adopted by the shareholders of the merging corporation on December 1, 2016.

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SEVENTH: The Articles of Incorporation of the surviving corporation shall remain in effect.

The undersigned have executed these Articles of Merger as of December 02, 2016.

HHH OXFORD GP, INC.  
a Florida corporation

By: 

Harry H. Hahamovitch, President and  
Secretary

HHH OXFORD LP, INC., a Florida  
corporation

By: 

Harry H. Hahamovitch, President and  
Secretary

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## PLAN OF MERGER

The following Plan of Merger, which was adopted and approved by each party to the merger in accordance with Section and 607.1101, is being submitted in accordance with Section 607.1105, Florida Statutes.

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
HHH Oxford GP, Inc.	Florida	Corporation
HHH Oxford LP, Inc.	Florida	Corporation

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
HHH Oxford GP, Inc.	Florida	Corporation

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

Upon the filing of the Articles of Merger (the "Effective Date"), HHH Oxford LP, Inc., shall be merged with and into HHH Oxford GP, Inc., with the effect provided by Florida Statutes, the separate existence of HHH Oxford LP, Inc., shall cease, and HHH Oxford GP, Inc., as the surviving entity, shall continue to exist by virtue of, and shall continue to be governed by, the laws of the State of Florida, under the Articles of Incorporation and By-Laws of HHH Oxford GP, Inc., as they exist on the Effective Date.

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 other securities of the survivor, in whole or in part, into cash or other property are as follows:

The shareholders of HHH Oxford LP, Inc., and HHH Oxford GP, Inc., are identical, in the same pro rata share.

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No additional compensation shall be paid to the shareholders of HHH Oxford LP, Inc.

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

N/A

FIFTH: HHH Oxford GP, Inc., the surviving entity, shall be managed by its current officers and directors.

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