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SUR**Michael G. Adams**  
**Kentucky Secretary of State**  
Received and Filed:  
3/17/2022 2:46 PM  
Fee Receipt: \$50.00

COMMONWEALTH OF KENTUCKY  
ARTICLES OF MERGER AND ARTICLES OF SHARE EXCHANGE  
OF A DOMESTIC CORPORATION  
INTO A FOREIGN LIMITED LIABILITY COMPANY

Pursuant to Sections 355, 360 and 500-510 of the Kentucky Limited Liability Company Act:

1. The name of the surviving limited liability company is "Team Togo, LLC," a Delaware limited liability company, which will continue its existence as the surviving limited liability company under its present name upon the effective date of the merger pursuant to the provisions of the laws of the State of its organization.
2. The name of the corporation being merged into this surviving limited liability company is "PetVet365 Management Company, Inc." The jurisdiction in which this corporation was incorporated is the Commonwealth of Kentucky.
3. The Agreement and Plan of Merger has been approved, adopted, certified and executed by each of the aforesaid entities in accordance with the provisions of the Kentucky Limited Liability Company Act and by Team Togo, LLC, in accordance with the laws of the State of Delaware.
4. The Effective Date of the merger shall be March ~~16~~<sup>17</sup>, 2022 (the "Effective Date").
5. Pursuant to the Agreement and Plan of Merger, each share of common stock of the corporation owned by the corporation (as treasury stock or otherwise) as of immediately prior to the Effective Date will automatically be cancelled and retired, and will cease to exist and no consideration will be delivered in exchange therefore; and all shares of common stock of the corporation shall be (i) no longer outstanding, (ii) cancelled and retired and cease to exist, and (iii) each holder of: (a) a certificate formerly representing any shares of common stock of the corporation, or (b) any book-entry shares which, immediately prior to the Effective Date, represented shares of common stock of the corporation, will cease to have any rights with respect thereto.
6. No changes are desired to the certificate of formation of the surviving limited liability company.
7. The surviving limited liability company acknowledges and agrees that it may be served with process in the Commonwealth of Kentucky in any proceeding for enforcement of any obligation of PetVet365 Management Company, Inc., as well as for enforcement of any obligation of the surviving limited liability company arising from such merger. The surviving limited liability company appoints the Kentucky Secretary of State as its agent for service of process in any such proceeding. The address to which the Secretary of State may serve process is 2240 Executive Drive, Suite 204, Lexington, Kentucky, 40555.

IN WITNESS WHEREOF, said corporation and surviving limited liability company have caused this certificate to be signed by an authorized person, this 16<sup>th</sup> day of February, 2022.

PetVet365 Management Company, Inc.,  
a Kentucky corporation

*Todd Marcum*

By: \_\_\_\_\_  
S. Todd Marcum, DVM, President

Team Togo, LLC,  
a Delaware limited liability company

By: PetVet365 Management Company, Inc.,  
a Kentucky corporation

Its: Manager

*Todd Marcum*

By: \_\_\_\_\_  
S. Todd Marcum, DVM, President