

P 960000 83992

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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12 OCT -9 PM 12: 49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Access Power, INC P96000083992

Name of Surviving Party

Please return all correspondence concerning this matter to:

**Patrick J Jensen**

Contact Person

**Access Power, Inc**

Firm/Company

**17336 HAZEL STREET**

Address

**SPRING LAKE MI 49456**

City, State and Zip Code

**PJENSEN@ACCESS-POWER.COM**

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

For further information concerning this matter, please call:

**PATRICK J JENSEN**

Name of Contact Person

at ( **616** ) **502-8834**

Area Code and Daytime Telephone Number

Certified Copy (optional) \$8.75

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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12 OCT -9 PM 12: 49

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Articles of Merger  
For  
Florida Profit or Non-Profit Corporation**

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 or 617.0302, 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>
PJJ ARISE LLC	MICHIGAN	LLC
ACCESS POWER, INC	FLORIDA	C CORP

**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>
ACCESS POWER, INC	FLORIDA	C CORP 996-83992

**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, 608, 617, and/or 620, Florida Statutes.

**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:

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**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:

**NOT APPLICABLE**

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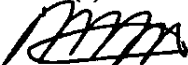

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**SEVENTH:** If the surviving party is an out-of-state entity, the surviving entity:

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:
PJJ ARISE, LLC		PATRICK J JENSEN
ACCESS POWER, INC		PATRICK J JENSEN

- Corporations: Chairman, Vice Chairman, President or Officer  
*(If no directors selected, signature of incorporator.)*
- 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>
PJJ ARISE LLC	MICHIGAN	LLC
ACCESS POWER INC	FLORIDA	C- CORP

**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>
Access Power INC	Florida	C-Corp

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

ACCESS POWER, INC PURCHASED PJJ ARISE, LLC FOR THE SUM OF \$1.00 (ONE DOLLAR), AND THE SUBSIDIARY SHALL REMAIN A SUBSIDIARY OF THE ACCESS POWER, INC.

*(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:

**NO EXCHANGE OR SHARE ISSUANCE WAS EFFECTED IN THIS MERGER**

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*(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:

**NO EXCHANGE OR SHARE ISSUANCE WAS EFFECTED IN THIS MERGER**

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*(Attach additional sheet if necessary)*

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

**NOT APPLICABLE**

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*(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:

**NOT APPLICABLE**

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*(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:

**\*\*NO EXCHANGE OR SHARE ISSUANCE WAS EFFECTED IN THIS MERGER**

**\*\*PJJ ARISE WILL DROP THE LLC AND CONTINUE TO DO BUSINESS AS A FULL SUBSIDIARY OF THE ACCESS POWER CORPORATION.**

**\*\*PJJ ARISE WILL BECOME PART OF THE ACCOUNTING ASSETS OF THE CORPORATION**

**\*\*PJJ ARISE HAS ASSETS TO BE DISCLOSED**

**\*\*ACCESS POWER, INC HAS RECENTLY REDUCED THE AUTHORIZED SHARES TO 150,000,000**

**\*\*DATE OF MERGER = OCTOBER 5, 2012**

**\*\*OUTSTANDING SHARES OF ACCR FOLLOWING MERGER = 129,144,121**

*(Attach additional sheet if necessary)*

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

**NOT APPLICABLE**

FILED  
12 OCT -9 PM 12:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*(Attach additional sheet if necessary)*