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2019 DEC 13 PM 12:48
FALL BRITTON

EFFECTIVE DATE

12/31/2019

Merger/CC

DEC 16 2019

1 ALBRITTON

CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312

850-656-4724

Date: 12/13/2019

Acc#120160000072

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Name:	TERREMARK LATIN AMERICA INC. (FL)
Document #:	
Order #:	12471409

Certified Copy of Arts & Amend:	☐		
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Amount: \$ 113.75

\$118.75

Thank you!

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Terremark Worldwide, Inc.
Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Christy Reyes

Contact Person

Verizon

Firm/Company

22001 Loudoun County Parkway

Address

Ashburn, VA 20147

City/State and Zip Code

paul.mattiola@verizon.com

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

For further information concerning this matter, please call:

Christy Reyes

Name of Contact Person

At (703)

694-5464

Area Code & Daytime Telephone Number



Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

ARTICLES OF MERGER
(Profit Corporations)

EFFECTIVE DATE
12/31/2019

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Terremark Worldwide, Inc.</u>	<u>Delaware</u>	<u>F00000002679</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Terremark Latin America, Inc.</u>	<u>Florida</u>	<u>P00000079436</u>
<u>Terremark Worldwide, Inc.</u>	<u>Delaware</u>	<u>F00000002679</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR 12 / 31 / 2019 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on December 13, 2019.

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on December 13, 2019.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

Seventh: **SIGNATURES FOR EACH CORPORATION**

Name of Corporation

**Signature of an Officer or
Director**

Typed or Printed Name of Individual & Title

Terremark Latin America, Inc.

Brandon N. Egren

Brandon N. Egren, Assistant Secretary

Terremark Worldwide, Inc.

Christy K. Reyes

Christy K. Reyes, Assistant Secretary

PLAN OF MERGER
(Merger of subsidiary corporation(s))

The following plan of merger is submitted in compliance with section 607.1104, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the **parent** corporation owning at least 80 percent of the outstanding shares of each class of the subsidiary corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>Terremark Worldwide, Inc.</u>	<u>Delaware</u>

The name and jurisdiction of each **subsidiary** corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>Terremark Latin America, Inc.</u>	<u>Florida</u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>

The manner and basis of converting the shares of the subsidiary or parent into shares, obligations, or other securities of the parent or any other corporation or, in whole or in part, into cash or other property, and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, and other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

Upon the effective date of the merger, Terremark Latin America, Inc., a Florida corporation, shall merge with and into Terremark Worldwide, Inc., a Delaware corporation. All issued and outstanding shares of common stock of Terremark Latin America, Inc. shall be canceled. The certificate of incorporation and bylaws of Terremark Worldwide, Inc. shall not be amended, remain in full force and effect and shall remain the certificate of incorporation and bylaws for the surviving Delaware corporation. The Board of Directors of both corporations adopted the Plan of Merger on December 13, 2019. The approval of the adoption of the Plan of Merger was on December 13, 2019 by the sole shareholders of both corporations.

(Attach additional sheets if necessary)