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3458 Lakeshore Drive, Tallahassee, FL 32312 850-656-4724

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COVER LETTER

TO: Amendment Section **Division of Corporations**

SUBJECT: _Audio Visual Innovations, Inc.

Name of Surviving Party

Please return all correspondence concerning this matter to:

Sharon Moy

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Contact Person

Paul Hastings LLP

Firm/Company

71 S. Wacker Drive, 45th Floor

Address

Chicago, II. 60606

City, State and Zip Code

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

For further information concerning this matter, please call:

Sharon Moy

Name of Contact Person

at (<u>312</u>)<u>499-6086</u> Area Code and Daytime Telephone Number

Certified_Copy_(optional).\$8.757

STREET ADDRESS:

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

MAILING ADDRESS:

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

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CHELTARY DE GTAL

TALLAHASSEE, FLORICA

Articles of Merger For Florida Profit or Non-Profit Corporation Into Other Business Entity

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, 617.0302 or 605.1025, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each <u>merging</u> party are as follows:

Name	Jurisdiction	Form/Entity Type
Anderson Audio Visual - Texas, LLC	Texas	limited liability company
Anderson Security, L.P.	California	limited partnership
- <u> </u>		

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

Name	Jurisdiction	Form/Entity Type
Audio Visual Innovations, Inc.	Florida	corporation

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, 605, 617, and/or 620, Florida Statutes.

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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:

<u>Note:</u> If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

<u>SIXTH</u>: 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:

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.

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EIGHTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s);	Typed or Printed Name of Individual:
Audio Visual Innovations, Inc.	Lon	Steve Palmer, Chief Financial Officer
Anderson Audio Visual - Texas, LLC		By: Audio Visual Innovations, Inc., member <u>Steve Palmer, Chief Financial Officer</u> By: Anderson Audio Visual - Texas, LLC
Anderson Security, L.P.		By: Anderson Audio Visual - Texas, LLC general partner Steve Palmer, Chief Financial Officer
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Corporations:

General Partnerships: Florida Limited Partnerships: Non-Florida Limited Partnerships: Limited Liability Companies:

Certified Copy (optional):

Fees:

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(If no directors selected, signature of incorporator.) Signature of a general partner or authorized person Signatures of all general partners Signature of a general partner Signature of a member or authorized representative

Chairman, Vice Chairman, President or Officer

\$35.00 Per Party

\$8.75

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