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MERGER OR SHARE EXCHANGE

Keyola Corporation

Certificate of Status	0
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5/31/11

ARTICLES OF MERGER
OF
KEYOLA CORPORATION, A FLORIDA CORPORATION
WITH AND INTO
LAWSON SOFTWARE AMERICAS, INC., A DELAWARE CORPORATION

The undersigned corporations, Keyola Corporation, a Florida corporation ("Keyola"), and Lawson Software Americas, Inc., a Delaware corporation ("Lawson"), hereby certify pursuant to the provisions of the Florida Business Corporation Act, ("Florida Act"), as follows:

1. Attached hereto as Exhibit A is the Plan of Merger of Keyola with and into Lawson (the "Plan of Merger").
2. The Plan of Merger has been approved by the Board of Directors and shareholder approval was not required of either Keyola or Lawson under the Florida Act with respect to Keyola and under the Delaware General Corporation Law with respect to Lawson, and shareholder approval was not required of both Keyola and Lawson
3. The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

Dated: May 31, 2011.

KEYOLA CORPORATION,
a Florida corporation

By: Kathleen Madison
Name: Kathleen Madison
Title: President

Dated: May 31, 2011.

LAWSON SOFTWARE AMERICAS, INC.,
a Delaware corporation

By: H. Debes
Name: Harry Debes
Title: President

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EXHIBIT A

**PLAN OF MERGER
FOR THE MERGER
OF
LAWSON SOFTWARE USA, INC.;
LAWSON TECHNOLOGIES, INC.;
ACCOUNT4, INC.;
KEYOLA CORPORATION;
APEXION TECHNOLOGIES, INC.; AND
CLOSEDLOOP SOLUTIONS, INC.;
INTO
LAWSON SOFTWARE AMERICAS, INC.**

This Plan of Merger (hereinafter referred to as the "Plan"), for the merger of Lawson Software USA, Inc., a Delaware Corporation; Lawson Technologies, Inc., a Delaware Corporation; Account4, Inc., a Delaware Corporation; Keyola Corporation, a Florida Corporation; Apexion Technologies, Inc. a Delaware corporation; and, Closedloop Solutions, Inc. a Delaware corporation (the "Merged Corporations"), with and into Lawson Software Americas, Inc., a Delaware corporation (the "Surviving Corporation," and together with the Merged Corporations, the "Constituent Corporations"), takes effect on May 31, 2011 (the "Effective Date").

RECITALS

A. The Merged Corporations are duly organized and existing under the laws of the State of Delaware with respect to all of the Merged Corporations except for Keyola Corporation which is duly organized and existing under the laws of the State of Florida.

B. The Surviving Corporation is duly organized and existing under the laws of the State of Delaware.

NOW, THEREFORE, the Constituent Corporations shall be merged into a single Corporation, Lawson Software Americas, Inc., a Delaware corporation, which shall continue its existence and be the corporation surviving the merger. The terms and conditions of this merger (the "Merger") and the manner of carrying the same into effect, are as follows:

ARTICLE I
Effective Date of the Merger

The Effective Date of the Merger shall be the close of business on May 31, 2011. Upon the Effective Date of the Merger, the separate existences of the Constituent Corporations shall cease and the Constituent Corporations shall be merged with and into the Surviving Corporations. The name of the Surviving Corporations shall be Lawson Software Americas, Inc.

ARTICLE II
Certificate of Incorporation

The Certificate of Incorporation of the Surviving Corporation shall be the Certificate of Incorporation of the Surviving Corporation as the same shall be in effect on the Effective Date of the Merger.

ARTICLE III
Bylaws

The Bylaws of the Surviving Corporation as of the Effective Date of the Merger shall be the Bylaws of the Surviving Corporation as the same shall be in effect on the Effective Date of the Merger.

ARTICLE IV
Directors and Officers

The directors of the Surviving Corporation in office as of the date hereof shall remain the directors of the Surviving Corporation at and after the Effective Date of the Merger until their respective successors shall have been duly elected and qualified. Subject to the authority of the Board of Directors as provided by law and the Bylaws of the Surviving Corporation, the officers of Surviving Corporation at the Effective Date of Merger shall remain the officers of the Surviving Corporation. The directors of the Merged Corporations and the managers of the Merged Corporations holding office on the Effective Date shall be deemed to have resigned effective as of the Effective Date.

ARTICLE V
Conversion of Shares in the Merger

The manner of carrying the Merger into effect, and the manner and basis of converting the units of the Constituent Corporations into units of the Surviving Corporation are as follows:

A. **Surviving Corporation's Shares.** No shares of the Surviving Corporation's stock issued at the Effective Date shall be converted as a result of the Merger, but all such shares shall remain issued shares of the Surviving Corporation.

B. **Merged Corporations's Units.** All shares of the Merged Corporations shall be cancelled.

ARTICLE VI
Keyola Corporation Shareholder Dissent

Shareholders of Keyola Corporation, a Florida corporation, who, except for the applicability of section 607.1104, Florida Statutes, would be entitled to vote and who dissent from the merger pursuant to section 607.1421, Florida Statutes, may be entitled, if they comply with the provisions of chapter 607 regarding appraisal rights of dissenting shareholders, to be paid the fair value of their shares.

ARTICLE VI
Effect of the Merger

At the Effective Date of the Merger, the Surviving Corporation shall succeed to and shall possess and enjoy all the rights, privileges, immunities, powers and franchises, both of a public and private nature, of the Constituent Corporations, and all property, real, personal, and mixed, including patents, trademarks, tradenames, and all debts due to either of the Constituent Corporations on whatever account, for stock subscriptions as well as for all other things in action or all other rights belonging to either of said corporations; and all said property, rights, privileges, immunities, powers and franchises, and all and every other interest shall be thereafter the property of the Surviving Corporation as effectively as they were of the respective Constituent Corporations, and the title of any real estate vested by deed or otherwise in either of said Constituent Corporations shall not revert or be in any way impaired by reason of the Merger; provided, however, that all rights of creditors and all liens upon any property of either of said Constituent Corporations shall be preserved unimpaired, limited in lien to the property affected by such liens prior to the Effective Date of the Merger, and all debts, liabilities, and duties of said Constituent Corporations, respectively, shall thenceforth attach to the Surviving Corporation and may be enforced against it to the same extent as if said debts, liabilities, and duties had been incurred or contracted in the first instance by the Surviving Corporation.

ARTICLE VII
Accounting Matters

The assets and liabilities of the Constituent Corporations as of the Effective Date of the Merger shall be taken up on the books of the Surviving Corporation at the amounts at which they were carried at that time on the books of the respective Constituent Corporations. The surplus of the Surviving Corporation after the Merger, including any surplus arising in the Merger, shall be available to be used for any lawful purposes for which surplus may be used. Accounting procedures and depreciation schedules and procedures of any Constituent Corporation may be converted to those procedures and schedules selected by the Surviving Corporation.

ARTICLE VIII
Filing of Plan of Merger

Upon adoption and approval of the Plan of Merger by the Boards of Directors in accordance with the Delaware General Corporation Act and the Florida Business Corporation Act, the Certificate of Merger and Articles of Merger shall be executed and delivered to the Secretary of State of the State of Delaware and Florida, respectively for filing as provided by the Delaware General Corporation Act and the Florida Business Corporation Act. The Constituent Corporations shall also cause to be performed all necessary acts within the State of Florida, the State of Delaware, and elsewhere to effectuate the Merger.