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**MERGER OR SHARE EXCHANGE
 SAPIENT CORPORATION**

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Planning Group International, 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:

Susan D. Caulfield
Contact Person

Re:Sources USA - Legal
Firm/Company

35 West Wacker Drive
Address

Chicago, IL 60601
City/State and Zip Code

susan.caulfield@us-resources.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Susan D. Caulfield At (312) 220-4907
Name of Contact Person 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)

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>Sapient Corporation</u>	<u>Delaware</u>	

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Planning Group International, Inc.</u>	<u>Florida</u>	<u>V19984</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 / / (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 _____

The Plan of Merger was adopted by the board of directors of the surviving corporation on
May 6, 2016 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 _____

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on
May 6, 2016 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

Sapient Corporation.

John R. Spitzig, Vice President

Planning Group International, Inc.

John R. Spitzig, Vice President

PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
Sapient Corporation	Delaware

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
Planning Group International, Inc.	Florida

Third: The terms and conditions of the merger are as follows:

Planning Group International, Inc. ("PGI") shall merge with and into Sapient Corporation ("Sapient"). PGI shall cease to exist and shall no longer exercise its rights, powers, and privileges, subject to the laws of the State of Florida, being its state of formation. Sapient shall assume any and all of the property, assets, rights, powers, and privileges of PGI and be liable for any and all of the debts and obligations of PGI.

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

The existing shares of the capital stock of PGI shall be cancelled, and the paid-in capital of PGI shall be eliminated.

(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

Sapient Corporation

John R. Spitzig, Vice President

Planning Group International, Inc.

John R. Spitzig, Vice President