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MERGER OR SHARE EXCHANGE

DemandX Inc.

Certificate of Status	0
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December 18, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

DEMANDX INC.
4800 N. FEDERAL HIGHWAY, 302D
BOCA RATON, FL 33481

SUBJECT: DEMANDX INC.
REF: F06000007717

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Please retitle page 2 "Plan of Merger" instead of "State of Delaware Certificate of Ownership and Merger".

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Annette Ramsey
Document Specialist

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ARTICLES OF MERGER

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

INTEGRATED VIDEO SOLUTIONS, INC.

(a Florida Corporation)

WITH AND INTO

DEMANDX INC.

(a Delaware Corporation)

Pursuant to Section 607.1105 of the Florida Business Corporation Act, the Florida corporation, Integrated Video Solutions, Inc. and the Delaware corporation, DemandX Inc., do hereby submit the following articles of merger (the "Articles of Merger").

1. The name, street address of the principal office and jurisdiction of the merging entity is: Integrated Video Solutions, Inc., a Florida corporation, 4800 North Federal Highway, 302D, Boca Raton, Florida 33481 with a Florida Document and Registration Number P06000068234 and FEI Number #20-4868352 (the "Merging Entity").

2. The name, street address of the principal office and jurisdiction of the surviving entity is: DemandX Inc., a Delaware corporation, 4800 North Federal Highway, 302D, Boca Raton, Florida 33481, with a Delaware File Number 060784814-4212498 and FEI # 41-2211500 (the "Surviving Entity").

3. The Agreement and Plan of Merger attached hereto as Annex A (the "Plan of Merger") meets the requirements of section 607.1105, Florida Statutes, and was approved by the Merging Entity in accordance with Chapter 607, Florida Statutes. The shareholders of the Merging Entity entitled to vote on the Plan of Merger approved and adopted the Plan of Merger by written consent of the said shareholders, as of 9/30, 2006.

4. The Plan of Merger was approved by the board of directors of the Surviving Entity in accordance with the respective laws of the State of Delaware, as of 9/30, 2006.

5. The Surviving Entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders of the Merging Entity.

6. The Surviving Entity agrees to pay the dissenting shareholders of the Merging Entity, the amount, if any, to which they are entitled under section 607.1302, Florida Statutes.

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7. The merger of the Merging Entity with and into the Surviving Entity is permitted under the respective laws of the states of Florida and Delaware and has been authorized in compliance with said laws.

8. The effective time and date of the merger herein provided for in the State of Florida shall be upon filing of these Articles of Merger.

9. These Articles of Merger comply with and were executed in accordance with the laws of each entity's applicable jurisdiction.

IN WITNESS WHEREOF, each of the undersigned has caused these Articles of Merger to be signed by a duly authorized officer as of the 13th day of December, 2006.

INTEGRATED VIDEO SOLUTIONS, INC.

By: 

Name: John Grandinetti

Title: Vice President and Secretary

DEMANDX INC.

By: 

Name: Howard Minsky

Title: President and Treasurer

PLAN OF MERGER

MERGING

INTEGRATED VIDEO SOLUTIONS, INC.,

a Florida corporation

WITH AND INTO

DEMANDX INC.,

a Delaware corporation

Integrated Video Solutions, Inc., a corporation incorporated and existing under the laws of the State of Florida (the "Parent Corporation"):

DOES HEREBY CERTIFY:

FIRST: That it was organized pursuant to the provisions of the Florida Business Corporation Act of the State of Florida, on the 15th day of May, 2006.

SECOND: That it owns 100% of the outstanding shares of the capital stock of DemandX Inc., a corporation organized pursuant to the provisions of the General Corporation Law of the State of Delaware on the 29th day of August, 2006.

THIRD: That its Board of Directors by unanimous written consent, dated the 30th day of September, 2006, determined to merge the corporation into DemandX Inc., a Delaware corporation, and did adopt the following resolutions in accordance with the Agreement and Plan of Merger, attached hereto as Annex A:

RESOLVED, that the merger of DemandX Inc., a Delaware corporation, with Integrated Video Solutions, Inc., a Florida corporation (the "Company"), in accordance with the terms and conditions of the Plan and Agreement of Merger with such changes therein as the officers of the Company and counsel may approve, be and the same hereby is approved; providing for the merger of the two corporations into one corporation under the charter of DemandX Inc., all in accordance with the provisions of the Delaware General Corporation Law and the Florida Business Corporation Act;

RESOLVED, that the terms and conditions of the merger are as follows:

Upon completion of the merger, the holders of the outstanding capital stock of Integrated Video Solutions, Inc. shall receive an equivalent number of shares of the capital stock of DemandX Inc. and shall have no further claims of any kind or nature; and all of the outstanding capital stock of DemandX Inc. held by Integrated Video Solutions, Inc. shall be surrendered and canceled.

RESOLVED, that the Agreement and Plan of Merger as approved by this Board of Directors, and all the terms and conditions thereof, be submitted to the shareholders of the Company for the purpose of voting upon the approval, ratification and confirmation thereof;

FOURTH: That the Agreement and Plan of Merger and the transactions contemplated thereby were approved by the holders of at least a majority of the outstanding shares of stock of the Parent Corporation, by written consent dated, as of the 30th day of September, 2006.

IN WITNESS WHEREOF, said Parent Corporation, has caused this Certificate to be signed by its duly authorized officer, this 30th day of December, 2006.

INTEGRATED VIDEO SOLUTIONS, INC.,
a Florida corporation

By: 
Howard Minsky, President and Treasurer