# Florida Department of State

Division of Corporations Public Access System

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Fax Number : (850)617-6380

From:

Account Name : CORPORATION SERVICE COMPANY

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### MERGER OR SHARE EXCHANGE

RAINTREE ESSIX INC.

Certificate of Status	0
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2/26/2009

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## **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	e <u>surviving</u> corporation:	
Name	<u>Jurisdiction</u>	Document Number (If known/ applicable)
Raintree Essix Inc.	Delaware	
Second: The name and jurisdiction of	feach merging corporation:	
Name	<u>Jurisdiction</u>	Document Number
Glenroe Technologies, Inc.	Florida	LACCE FEB
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· · · · · · · · · · · · · · · · · · ·		DE DE
Third: The Plan of Merger is attache	d.	·.
Fourth: The merger shall become eff Department of State.	ective on the date the Articles	of Merger are filed with the Florida
	specific date. NOTE: An effective of days after merger file date.)	late cannot be prior to the date of filing or more
Fifth: Adoption of Merger by surviv The Plan of Merger was adopted by the		
The Plan of Merger was adopted by the 12/29/2008 and share	ne board of directors of the sur holder approval was not requir	viving corporation on ed.
Sixth: Adoption of Merger by mergi The Plan of Merger was adopted by the		
The Plan of Merger was adopted by the 12/29/2008 and share	ne board of directors of the me holder approval was not requin	rging corporation(s) on ed.

(Attach additional sheets if necessary)

Seventh: SIGNATURES FO	R EACH CORPORATION	
Name of Corporation	Signature of an Officer or Director	Typed or Printed Name of Individual & Title
Raintree Essix Inc.	X Brandoll -	Brian M. Addison, Secretary
Glenroe Technologies, In	Manfall -	Brian M. Addison, Secretary
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## 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.

<u>Name</u>	<u>Jurisdiction</u> Delaware		
Raintree Essix Inc.			
Second: The name and jurisdiction of eac	ch <u>merging</u> corporation:		
<u>Name</u>	<u>Jurisdiction</u>		
Glenroe Technologies, Inc.	Florida		
	_		
•			

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

The by-laws of the surviving corporation as they shall exist on the effective date of this merger shall be and remain the bylaws of the surviving corporation until the same shall be altered, amended or repealed as therein provided. The directors and officers of the surviving corporation shall continue in office until the next annual meeting of stockholders and until their successors shall have been elected and qualified. Upon the merger becoming effective, all property and other assets of every kind and description of the merged corporation shall be transferred to and vested in the surviving corporation.

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:

See attached.

(Attach additional sheets if necessary)

#### THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

Not applicable

#### <u>OR</u>

Restated articles are attached:

Other provisions relating to the merger are as follows:

Attachment to Articles of Merger

Glenroe Technologies, Inc. (FL) into Raintree Essix Inc. (DE)

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:

Each share of common stock of the merged corporation which shall be outstanding on the effective date of this merger, and all rights in respect thereof shall forthwith be changed and converted into equal shares of common stock of the surviving corporation. At the effective date of this merger, each holder of outstanding shares of common stock of the merged corporation shall surrender the same to the surviving corporation and each such holder shall be entitled upon such surrender to receive the same number of shares of common stock of the surviving corporation.