

**F11000000428**

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

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H200000811603ABCS

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To:

Division of Corporations  
Fax Number : (850)617-6380

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (561)694-8107  
Fax Number : (561)694-1639

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: \_\_\_\_\_

**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
INTERNATIONAL EXCESS PROGRAM MANAGERS AGENCY, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	10
Estimated Charge	\$43.75

2020 MAR 11 PM 2:07

FILED

20 MAR 11 AM 10:04

Electronic Filing Menu

Corporate Filing Menu

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MAR 12 2020

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR**  
**AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F11000000428

(Document number of corporation (if known))

1. INTERNATIONAL EXCESS PROGRAM MANAGERS AGENCY, INC.

(Name of corporation as it appears on the records of the Department of State)

2. Ohio

(Incorporated under laws of)

3. 01/31/2011

(Date authorized to do business in Florida)

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 03/04/2020

5. One80 Intermediaries Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent

(Florida street address)

New Registered Office Address:

(City)

Florida

(Zip Code)

New Registered Agent's Signature. If changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove

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10. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Anthony Dispenza

(Typed or printed name of person signing)

Attorney-in-Fact

(Title of person signing)

**FILING FEE \$35.00**

UNITED STATES OF AMERICA,  
STATE OF OHIO,  
OFFICE OF SECRETARY OF STATE

*I, Frank LaRose, Secretary of State of the State of Ohio, do hereby certify that the paper to which this is attached is a true and correct copy from the original record now in my official custody as Secretary of State.*



*Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 10th day of March, A.D. 2020.*

Ohio Secretary of State

A handwritten signature in cursive script, appearing to read "Frank LaRose".

Validation Number:  
202007000780



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	CERT	COPY
03/05/2020	202006500820	Merger (MER)	99.00	100.00	0.00	0.00

**Receipt**

This is not a bill. Please do not remit payment.

NSI  
145 BAKER ST.  
ATTN:MELODY FREEMAN  
MARION, OH 43302

# STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Frank LaRose  
1036356

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

**ONE80 INTERMEDIARIES INC.**

and, that said business records show the filing and recording of:

Document(s)

Merger

Document No(s):

202006500820

Effective Date: 03/04/2020



United States of America  
State of Ohio  
Office of the Secretary of State

Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio this  
5th day of March, A.D. 2020.

Ohio Secretary of State

DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	CERT	COPY
03/05/2020	202006500820	MERGED OUT OF EXISTENCE (MEX)	0.00	0.00	0.00	0.00

**Receipt**

This is not a bill. Please do not remit payment.

NSI  
145 BAKER ST.  
ATTN:MELODY FREEMAN  
MARION, OH 43302

# STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Frank LaRose  
4156958

It is hereby certified that the Secretary of State of Ohio has custody of the business records for  
**ONE80 INTERMEDIARIES LLC**

and, that said business records show the filing and recording of:

Document(s)

**MERGED OUT OF EXISTENCE**

Document No(s):

**202006500820**

Effective Date: 03/04/2020



United States of America  
State of Ohio  
Office of the Secretary of State

Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio this  
5th day of March, A.D. 2020.

*Frank LaRose*  
Ohio Secretary of State



Toll Free: 877.787.3453  
 Central Ohio: 614.466.3910  
[OhioSoS.gov](http://OhioSoS.gov)  
[business@OhioSoS.gov](mailto:business@OhioSoS.gov)  
 File online or for more information: [OhioBusinessCentral.gov](http://OhioBusinessCentral.gov)

**FILE** *1st*

Mail this form to one of the following:  
 Regular Filing (Not expedited)  
 P.O. Box 1328  
 Columbus, OH 43216  
 Expedite Filing (Two business day processing time,  
 Requires an additional \$100.00)  
 P.O. Box 1380  
 Columbus, OH 43216

For screen readers, follow instructions located at this path.

### Certificate of Merger

To be used when at least one constituent entity is an Ohio entity.

Filing Fee: \$99

(154-MER)

Forms Must Be Typed

In accordance with the requirements of Ohio law, the undersigned corporations, banks, savings banks, savings and loan associations, limited liability companies, partnerships, limited partnerships and/or limited liability partnerships, desiring to effect a merger, set forth the following facts:

**I. (Surviving) Entity**

A. Name of Entity Surviving the Merger

International Express Program Managers Agency, Inc.

B. Name Change: As a result of this merger, the name of the surviving entity has changed to the following

One80 Intermediaries Inc.

(Complete only if name of surviving entity is changing through the merger)

C. The surviving entity is a (Please check the appropriate box and fill in the appropriate blanks)

1. ☒ Domestic (Ohio entity) ☐ Foreign (Non-Ohio Entity)

Jurisdiction of formation

2. Charter/Registration/License Number 1038356

(If licensed in Ohio as domestic or foreign)

3. ☒ For-Profit Corporation  
☐ Nonprofit Corporation  
☐ For-Profit Limited Liability Company  
☐ Nonprofit Limited Liability Company  
☐ Partnership  
☐ Limited Partnership  
☐ Limited Liability Partnership  
☐ Unincorporated Nonprofit Association

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 OHIO SECRETARY OF STATE

**II. CONSTITUENT ENTITY**

Provide the name, Ohio charter/license/registration number, type of entity, jurisdiction of formation, for each entity merging out of existence. (If this is insufficient space to reflect all merging entities, please attach a separate sheet listing the additional merging entities).

Entity Name	Ohio Charter/License/ Registration Number	Jurisdiction of Formation	Type of Entity
One80 Intermediaries LLC	4158858	Delaware	LLC

**III. MERGER AGREEMENT ON FILE**

The name and mailing address of the person or entity from whom/which eligible persons may obtain a copy of the merger agreement upon written request

One80 Intermediaries Inc.		
Name		
3700 Park East Drive, Suite 250		
Mailing Address		
Beachwood	Ohio	44122
City	State	Zip Code

**IV. EFFECTIVE DATE OF MERGER**

This merger is to be effective on  (The date specified must be on or after the date of the filing. If no date is specified, the date of filing will be the effective date of the merger).

**V. MERGER AUTHORIZED**

Each constituent entity has complied with the laws under which it exists and the laws permit the merger. The agreement of merger is authorized on behalf of each constituent entity and each person who signed the certificate on behalf of each entity is authorized to do so.



**VI. STATEMENT OF MERGER**

Upon filing this Certificate of Merger, or upon such later date as specified herein, the merging entity/entities listed herein shall merge into the listed surviving entity.

**VII. STATUTORY AGENT** - To be filed **ONLY** if the surviving entity is a foreign entity not licensed in Ohio. If the surviving entity is a foreign entity **NOT** licensed to transact business in Ohio, provide the name and address of a statutory agent upon whom any process, notice or demand may be served.

<input type="text"/>		
Name of Statutory Agent		
<input type="text"/>		
Mailing Address		
<input type="text"/>	<input type="text"/>	<input type="text"/>
City	State OH	ZIP Code

**VIII. AMENDMENTS**

If a domestic corporation, limited liability company or limited partnership survives the merger, any amendments to the entity's articles of incorporation, articles of organization, or certificate of limited partnership of the surviving domestic entity shall be filed with the certificate of merger.

☐ Amendments are attached

☒ No Amendments

If you are amending the total number of shares, please complete this box so the appropriate filing fee is charged.

Total number of shares previously listed in the Articles or other Amendments with the Ohio Secretary of State:

With the submission of this amendment, NEW total number of shares:

**IX. REQUIREMENTS OF CORPORATIONS MERGING OUT OF EXISTENCE**

If a domestic corporation or foreign corporation licensed to transact business in Ohio is a constituent entity and the surviving entity is not a domestic corporation or foreign corporation to be licensed in Ohio, the certificate of merger must be accompanied by the affidavits, receipts, certificates, or other evidence required by division (H) of section 1701.86 division (G) of section 1702.47 of the Revised Code with respect to each domestic constituent corporation, and/or by the affidavits, receipts, certificates, or other evidence required by division (C) or (D) of section 1703.17 of the Revised Code with respect to each foreign constituent corporation licensed to transact business in Ohio.

**X. QUALIFICATION OR LICENSE OF FOREIGN SURVIVING ENTITY**

A surviving foreign entity that wishes to qualify in Ohio as part of the merger must file an additional form, as listed below, but no additional filing fee is required.

Foreign Qualifying Corporation - Form 530A or B and Certificate of Good Standing  
 Foreign Notice (if qualifying entity is a foreign bank, savings bank, or savings and loan association) - Form 552  
 Foreign Qualifying Limited Liability Company - Form 533B  
 Foreign Qualifying Limited Partnership - Form 531B  
 Foreign Qualifying Limited Liability Partnership - Form 537 and Evidence of Existence in Jurisdiction of Formation

The undersigned constituent entities (constituent entities include all merging and surviving entities) have caused this certificate of merger to be signed by their duly authorized officers, partners and representatives.

International Excess Program Managers Agency, Inc.

Name of entity

By:

*[Signature]*

Signature

Its:

Secretary

Title

One60 Intermediaries LLC

Name of entity

By:

*[Signature]*

Signature

Its:

Secretary

Title

Name of entity

By:

Signature

Its:

Title

An authorized representative of each constituent corporation, partnership, or entity must sign the merger certificate (ORC 1701.81(A), 1702.43 (A), 1705.38(A), 1776.70(A), 1782.433(A)); this includes all merging and surviving entities.