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CORPORATION SERVICE COMPANY 1201 Hays Street Tallhassee. Ft. 32301

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ACCOUNT NO. : I2000000195

REFERENCE : 559318 7381620

AUTHORIZATION

COST LIMIT : 70.00

ORDER DATE: March 23, 2015

ORDER TIME : 12:58 PM

ORDER NO. : 559318-010

CUSTOMER NO: 7381620

ARTICLES OF MERGER

ZAVE NETWORKS, INC.

INTO

GOOGLE INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Courtney Williams

EXAMINER'S INITIALS:

ARTICLES OF MERGER BETWEEN GOOGLE INC. AND ZAVE NETWORKS, INC.

Pursuant to Section 607.1105 of the Florida Business Corporation Act (the "FBCA"), Google Inc., a Delaware corporation ("Parent"), and Zave Networks, Inc., a Florida corporation (the "Company")? hereby adopt the following Articles of Merger for the purpose of effecting the merger of the Company with and into Parent (the "Merger"), with Parent as the surviving corporation following the Merger.

ARTICLE I

The plan of merger for the Merger of the Company with and into Parent is attached hereto as Exhibit A and incorporated herein by this reference.

ARTICLE II

The Merger shall become effective upon the filing of these Articles of Merger with the Secretary of State of the State of Florida and the filing of the Certificate of Ownership and Merger with the Secretary of State of the State of Delaware.

ARTICLE III

The plan of merger was adopted by the Board of Directors of the Company on March 20, 2015 and shareholder approval was not required. The plan of merger was adopted by the Board of Directors of Parent on March 20, 2015 and shareholder approval was not required.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the undersigned have caused these Articles of Merger to be executed as of this 20th day of March, 2015.

GOOGLE INC.

Name: Kenneth Yi

Title: Assistant Secretary

ZAVE NETWORKS, INC.

Name: Kenneth Yi

Title: CEO, President & Secretary

EXHIBIT A PLAN OF MERGER

PLAN OF MERGER OF ZAVE NETWORKS, INC., A FLORIDA CORPORATION AND GOOGLE INC., - 513 - 405 A DELAWARE CORPORATION

This Plan of Merger ("Agreement"), is made and entered into as of March 20, 2015, by and between Zave Networks, Inc., a Florida corporation (the "Company"), and Google Inc., a Delaware corporation ("Parent").

Section 1. The name of each corporation planning to merge is:

- (a) The name of the surviving corporation is Google Inc.
- (b) The name of the merging corporation is Zave Networks, Inc.

Section 2. In accordance with the Florida Business Corporation Act ("FBCA") and the Delaware General Corporation Law ("DGCL"), at the Effective Time (as defined below) the Company shall be merged with and into Parent, and the separate corporate existence of the Company shall thereupon cease (the "Merger"), and Parent shall be the surviving corporation in the Merger (the "Surviving Corporation"). The Merger shall become effective upon the filing of the Articles of Merger with the Secretary of State of the State of Florida and the filing of the Certificate of Ownership and Merger with the Secretary of State of the State of Delaware (the "Effective Time").

Section 3. The general terms and conditions of the merger are as follows:

- (a) At and after the Effective Time, the Merger shall have the effects as set forth herein and in the applicable provisions of the FBCA and the DGCL. Without limiting the generality of the foregoing, and subject thereto, at the Effective Time, all the property, rights, privileges, powers and franchises of the Company shall vest in the Surviving Corporation, and all debts, liabilities and duties of the Company shall attach to, and become the debts, liabilities and duties of, the Surviving Corporation.
- (b) Effect on Capital Stock. At the Effective Time, all of the issued and outstanding shares of the Company shall be cancelled, and no shares of the Surviving Corporation shall be issued in exchange therefor. All issued and outstanding shares of common stock of Parent shall remain issued and outstanding and the certificates evidencing such shares shall remain in full effect following the Merger.
- (c) <u>Certificate of Incorporation and Bylaws</u>. The Fourth Amended and Restated Certificate of Incorporation (the "Certificate of Incorporation") and the Amended and Restated Bylaws (the "Bylaws") of Parent that are in effect immediately prior to the effective date of the Merger shall be the Certificate of Incorporation and the Bylaws of the Surviving Corporation as of and after the Effective Time.

(d) Shareholders of the Company, who, except for the applicability of section 607.1104 of the FBCA, would be entitled to vote and who dissent from the merger pursuant to section 607.1321 of the FBCA, may be entitled, if they comply with the provisions of chapter 607 of the FBCA regarding appraisal rights of dissenting shareholders, to be paid the fair value of their shares.

[Signature page follows]

IN WITNESS WHEREOF, the parties have executed this Plan of Merger as of the date first set forth above.

ZAVE NETWORKS, INC.

Name: Kenneth Yi

Title: CEO, President & Secretary

GOOGLE INC

Name Kenneth V

Title: Assistant Secretary