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ACCOUNT NO. : 12000000195

REFERENCE :

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE: June 7, 2013

ORDER TIME : 3:13 PM

ORDER NO. : 679709-005

CUSTOMER NO: 4332313

ARTICLES OF MERGER

CTC TAMPA BAY INC.

INTO

CONCURRENT TECHNOLOGIES CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY

CONTACT PERSON: Susie Knight

EXAMINER'S INITIALS:

State of Florida Division of Corporations Department of State

FILED

2013 JUN-7 PH 4: 29

SECNETARY OF STATE
TALLAHASSEE. FLORIDA

Articles of Merger

(Not for Profit Corporation)

The following Articles of Merger are submitted in accordance with the Florida Not For Profit Corporation Act, pursuant to section 617.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

Concurrent Technologies Corporation

Pennsylvania

Second: The name and jurisdiction of each merging corporation:

CTC Tampa Bay Inc.

Florida

FL Document Number N02000008433

Third: The Plan of Merger is attached as Exhibit A.

Fourth: The merger shall become effective on the date the Articles of Merger shall have been filed with both the Florida Department of State and the Pennsylvania Department of State.

Fifth: Adoption of Merger by Surviving Corporation:

Concurrent Technologies Corporation ("CTC") has no members. The Plan of Merger was adopted by the CTC's Board of Directors on March 1, 2013. The number of directors in office was 12. The vote was 12 FOR and 0 AGAINST.

Sixth: Adoption of Merger by Merging Corporation:

The sole member of the merging corporation (CTC Tampa Bay Inc.) is CTC Public Benefit Corporation, a nonprofit corporation existing under the laws of the District of Columbia. The Board of Directors of CTC Public Benefit Corporation on March 15, 2013, by unanimous written consent in accordance with such corporation's Bylaws, approved and adopted the Plan of Merger.

Articles of Merger
CTC Tampa Bay Inc. (FL Document Number N02000008433)
into
Concurrent Technologies Corporation (PA Entity Number 991108)

Seventh:	Signatures	for	Each	Corporation

Concurrent Technologies Corporation

Date: June ________, 2013

By: Edward V. Sheehan, Jr.

Board Vice Chairman, President and Chief Executive Officer

CTC Tampa Bay Inc.

Date: June _________, 2013

Margaret DiVirgilio

CTC Tampa Bay Inc. and Concurrent Technologies Corporation
Plan of Merger

PLAN OF MERGER

ARTICLE I GENERAL

- 1.01 Parties to the Merger. The parties to the merger are CTC TAMPA BAY INC. ("TBI"), a Florida not-for-profit corporation, and CONCURRENT TECHNOLOGIES CORPORATION ("CTC"), a Pennsylvania nonprofit corporation.
- 1.02 <u>Plan of Merger</u>. TBI shall be merged with and into CTC in accordance with the laws of the Commonwealth of Pennsylvania and the State of Florida, respectively, on the terms and conditions set forth in this Plan of Merger. TBI and CTC are herein collectively referred to as the "Constituent Corporations."

ARTICLE II THE MERGER

- 2.01 Merger. TBI shall merge with and into CTC (the "Merger"). The corporate existence of CTC shall continue unaffected and unimpaired by the Merger and, as the surviving corporation in the Merger (the "Surviving Corporation"), CTC shall continue to be governed by the laws of the Commonwealth of Pennsylvania. The separate corporate existence of TBI shall cease when the Merger becomes effective.
- 2.02 <u>Effective Time</u>. The Merger shall become effective (the "Effective Time") upon filing of both (a) Articles of Merger with the Pennsylvania Department of State, and (b) Articles of Merger with the State of Florida Department of State.
- 2.03 <u>Articles of Incorporation</u>. The Articles of Incorporation of CTC as in effect immediately prior to the Effective Time of the Merger shall be the Articles of Incorporation of

Exhibit A Page 1 of 3

CTC Tampa Bay Inc. and Concurrent Technologies Corporation
Plan of Merger

the Surviving Corporation until amended in accordance with law. No changes in CTC's Articles of Incorporation shall be required on account of the Merger.

- 2.04 <u>Bylaws</u>. The Bylaws of CTC as in effect immediately prior to the Effective Time of the Merger shall be the Bylaws of the Surviving Corporation until amended or repealed in accordance with law.
- 2.05 Rights and Obligations. The Merger shall have the effect specified in Section 5929 of the Pennsylvania Nonprofit Corporation Law of 1988, Act of December 21, 1988, P.L. 1444, No. 177, § 103, 15 P.S. § 5929, and Section 617.1106 of Chapter 617 of the State of Florida Not For Profit Corporation Act, 617 F.S. § 617.1106. CTC, the surviving corporation, is qualified to do business in the State of Florida. Pursuant to 617 F.S. § 617.1107(2)(a), CTC agrees that it may be served with process c/o Corporation Service Company 1201 Hays Street Tallahassee FL 32301 (Leon County), with respect to any proceeding for the enforcement of any obligation of TBI, the merging corporation. Pursuant to 617 F.S. § 617.1107(2)(b), CTC also irrevocably appoints the State of Florida, Department of State as its agent to accept service of process in any such proceeding.

ARTICLE III MEANS OF EFFECTING THE MERGER

3.01 Articles of Merger. The Merger shall be effected through the filing of Articles of Merger in the Department of State of the Commonwealth of Pennsylvania and in the Department of State of the State of Florida.

CTC Tampa Bay Inc. and Concurrent Technologies Corporation
Plan of Merger

ARTICLE IV ABANDONMENT OF THE MERGER AMENDMENT OF THE PLAN OF MERGER

4.01 <u>Abandonment of the Merger; Amendment of Plan of Merger</u>. Notwithstanding the approval of this Plan of Merger by the respective Boards of Directors, this Plan of Merger may be amended, supplemented or terminated and the Merger abandoned at any time prior to the Effective Time by mutual agreement of the Boards of Directors of the Constituent Corporations, except as otherwise restricted by applicable law.

WITNESS the due execution hereof on June _______, 2013.

CONCURRENT TECHNOLOGIES CORPORATION

Edward J. Sheehan, Jr., President and Chief Executive Officer

CTC TAMPA BAY INC.

By: Margaret Di Mightion
Margaret Di Virgilio, Chang