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Division of Corporations

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MERGER OR SHARE EXCHANGE

ENTERPRISE PARTNERS LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
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ARTICLES OF MERGER
Merger Sheet

MERGING:

SYSTEMS LOGICS COMPANY, LLC A FLORIDA ENTITY

into

**ENTERPRISE PARTNERS LLC which changed its name to SYSTEMS
LOGICS COMPANY, LLC, a Florida entity L00000006945**

File date: January 17, 2002

Corporate Specialist: Agnes Lunt

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**ARTICLES OF MERGER OF
SYSTEMS LOGICS COMPANY, LLC, A FLORIDA LIMITED
LIABILITY COMPANY, WITH AND INTO
ENTERPRISE PARTNERS LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

Systems Logics Company, LLC, a Florida limited liability company, and Enterprise Partners LLC, a Florida limited liability company (collectively, the "Constituent Entities"), submit the following Articles of Merger in accordance with Florida Statutes Section 608.4382 for the purpose of merging Systems Logics Company, LLC, with and into Enterprise Partners LLC.

ARTICLE I.

CONSTITUENT ENTITIES

The name and state of organization of each of the Constituent entities are as follows:

- (a) Systems Logics Company, LLC, a Florida limited liability company, and L-1290
- (b) Enterprise Partners LLC, a Florida limited liability company. L-6945

ARTICLE II

APPROVAL OF PLAN OF MERGER

The Plan of Merger set forth in Article III hereof was duly adopted and approved by the members and the managers, as applicable, of each of the Constituent Entities in accordance with Chapter 608, Florida Statutes, as follows:

- (a) By unanimous written consent of the members of Systems Logics Company, LLC; and
- (b) By unanimous written consent of the members and the sole manager of Enterprise Partners LLC.

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ARTICLE III
PLAN OF MERGER

- 3.1 At and as of the Effective Date (as defined below), Systems Logics Company, LLC, a Florida limited liability company, shall merge with and into Enterprise Partners LLC, a Florida limited liability company (the "Surviving Entity"), whose name shall thereafter be Systems Logics Company, LLC.
- 3.2 The Articles of Organization of the Surviving Entity, on the Effective Date of the merger, shall be amended by (i) changing the name of the Surviving Entity as set forth in Article I of said Articles of Organization to Systems Logics Company, LLC, and (ii) deleting Article IV, Management, from its Articles of Organization in order to provide that the Surviving Entity shall be a member-managed limited liability company. Except as set forth in this Plan of Merger, the Articles of Organization of the Surviving Entity shall continue in full force and effect and remain as the Articles of Organization of the Surviving Entity following the merger.
- 3.3 The manner and basis of converting the interests of the members of each of the Constituent Entities are as follows:
- (a) Immediately prior to the Effective Date, the members of Enterprise Partners LLC owned and held a total of nine hundred (900) units of membership interest of Enterprise Partners LLC.
 - (b) Immediately prior to the Effective Date, the members of Systems Logics Company, LLC owned and held one thousand (1000) units of membership interest of Systems Logics Company, LLC.

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(c) At the Effective Date, each outstanding unit of membership interest of Systems Logics Company, LLC shall be automatically converted, without further act or deed, into one-tenth of one (.1) unit of membership interest of the Surviving Entity.

(d) None of the outstanding units of membership interest of the Surviving Entity shall be exchanged, cancelled, or otherwise converted as a result of the approval and filing of this instrument but shall remain outstanding as membership units of the Surviving Entity.

(e) Immediately prior to the Effective Date, there were no outstanding rights to acquire any units of membership interests or other securities of either of the Constituent Entities.

3.4 At and as of the Effective Date, the separate existence of Systems Logics Company, LLC, shall cease, and all of the properties, assets, rights, privileges, contracts and franchises of said limited liability company, whether public or private and of whatsoever nature and description, shall be transferred to, vest in and devolve upon the Surviving Entity without further act or deed.

3.5 At and as of the Effective Date, the Surviving Entity shall assume and shall be responsible for all of the liabilities and obligations of Systems Logics Company, LLC.

3.6 The merger of Systems Logics Company, LLC, with and into Enterprise Partners LLC shall be effective upon the filing of these Articles of Merger with the Office of the Secretary of State of Florida (the "Effective Date").

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IN WITNESS WHEREOF, the undersigned, constituting the duly authorized members or managers, as applicable, of Systems Logics Company, LLC and Enterprise Partners LLC, respectively, have executed these Articles of Merger pursuant to the authority duly vested in them by the members of each entity.

SYSTEMS LOGICS COMPANY, LLC,
a Florida limited liability company


By 
Donna H. Gibbs, Member

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By 
Daniel Scott Noe, Member

ENTERPRISE PARTNERS LLC,
a Florida limited liability company

By 
Phillip L. Noe, its Sole Manager