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Division of Corporations

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L01000015977

Florida Department of State

Division of Corporations

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DIVISION OF CORPORATIONS

MERGER OR SHARE EXCHANGE

INNRCOM COMMUNICATIONS, LLC

Certificate of Status	0
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Page Count	06
Estimated Charge	\$87.50

ARTICLES OF MERGER
Merger Sheet

MERGING:

INNRCOM COMMUNICATIONS CORP. A FLORIDA ENTITY

into

INNRCOM COMMUNICATIONS, LLC, a Florida entity L01000015977

File date: October 19, 2001

Corporate Specialist: Agnes Lunt

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ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.203, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. INNRCOM COMMUNICATIONS CORP. 7635 Ashley Park Court, Suite 503K Orlando, Florida 32835	Orange County, FL	Corporation
Florida Document/Registration Number: P00000099291		FEI Number: 59-3678175
2. _____	_____	_____
_____	_____	_____
Florida Document/Registration Number: _____		FEI Number: _____
3. _____	_____	_____
_____	_____	_____
Florida Document/Registration Number: _____		FEI Number: _____
4. _____	_____	_____
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Florida Document/Registration Number: _____		FEI Number: _____

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TALLAHASSEE, FLORIDA
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(Attach additional sheet(s) if necessary)

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SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
INNRCOM COMMUNICATIONS, LLC 7635 Ashley Park Court, Suite 503K Orlando, Florida 32835	Orange County, FL	Limited Liability Co

Florida Document/Registration Number: L01000015977FEI Number: 59-3747106

THIRD: The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

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NINTH: The merger shall become effective as of:

The date the Articles of Merger are filed with Florida Department of State

OR

(Enter specific date. NOTE: Date cannot be prior to the date of filing.)

TENTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

ELEVENTH: SIGNATURE(S) FOR EACH PARTY:

(Note: Please see instructions for required signatures.)

Name of Entity

Signature(s)

Typed or Printed Name of Individual

INNRCOM COMMUNICATIONS

Corp.

Timothy L. Romine,
Vice President

INNERCOM COMMUNICATIONS, LLC

[Signature]

Timothy L. Romine,
Manager

(Attach additional sheet(s) if necessary)

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PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

FIRST: The exact name and jurisdiction of each merging party are as follows:

NameJurisdiction

INNRCOM COMMUNICATIONS CORP.

ORANGE COUNTY, FLORIDA

SECOND: The exact name and jurisdiction of the surviving party are as follows:

NameJurisdiction

INNRCOM COMMUNICATIONS, LLC

ORANGE COUNTY, FLORIDA

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

Upon filing of these Articles of Merger, INNRCOM COMMUNICATIONS CORP. will cease to exist and all rights, assets, liabilities and obligations of INNRCOM COMMUNICATIONS CORP. shall be the rights, assets, liabilities and obligations of INNRCOM COMMUNICATIONS, LLC to the extent that said rights and obligations do not conflict with the Articles of Organization and Operating Agreement of INNRCOM COMMUNICATIONS, LLC. Said Operating Agreement to be the basis for all future operations and business decisions.

(Attach additional sheet(s) if necessary)

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FOURTH:

- A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

Said Merger to be an exact share for share exchange. All interests in INNRCOM COMMUNICATIONS CORP. shall exist proportionately in INNRCOM COMMUNICATIONS, LLC.

- B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

Any right to acquire an interest in INNRCOM COMMUNICATIONS CORP. at the time of filing these Articles of Merger shall transfer and directly correspond to an interest and/or right to acquire the same interest in INNRCOM COMMUNICATIONS, LLC.

(Attach additional sheet(s) if necessary)

FIFTH: If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the general partner(s) are as follows:

N/A

Name(s) and Address(es) of General Partner(s)

If General Partner is a Non-Individual,

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SIXTH: If a limited liability company is the surviving entity and it is to be managed by one or more managers, the name(s) and address(es) of the manager(s) are as follows:

Timothy L. Romine

7635 Ashley Park Court, Suite 503K
Orlando, Florida 32835

Glen P. Vieira

7635 Ashley Park Court, Suite 503K
Orlando, Florida 32835

SEVENTH: All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows:

N/A

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EIGHTH: Other provisions, if any, relating to the merger:

It is the intention of the shareholders of INNRCOM COMMUNICATIONS CORP. that this merger merely result in a change of entity classification from a domestic corporation to a domestic limited liability company. Ownership shall exist as it was prior to this filing.

(Attach additional sheet(s) if necessary)

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