

Jul 31, 2009, 11:38AM  
DIVISION OF CORPORATIONS

Barnett, Bolt

No. 1083 P. 1/3  
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Florida Department of State  
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## MERGER OR SHARE EXCHANGE

## Safety Marketing Services, LLC

Certificate of Status	0
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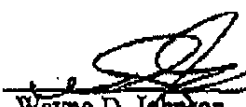
CERTIFICATE OF MERGER  
MERGING UOSD, LLC  
INTO SAFETY MARKETING SERVICES, LLC

Pursuant to the provisions of Section 608.4382 of the Florida Limited Liability Company Act, SAFETY MARKETING SERVICES, LLC, a Florida limited liability company, as the Surviving Entity, hereby delivers this Certificate of Merger for the purpose of merging UOSD, LLC, a Florida limited liability company, into SAFETY MARKETING SERVICES, LLC, a Florida limited liability company.

1. A copy of the Plan of Merger adopted by the constituent entities (the "Plan") is attached hereto as Exhibit A.
2. The Plan was approved by the members of SAFETY MARKETING SERVICES, LLC, in accordance with the applicable provisions of the Florida Limited Liability Company Act on July 27, 2009.
3. The Plan was approved by the sole member of UOSD, LLC, in accordance with the applicable provisions of the Florida Limited Liability Company Act on July 27, 2009.

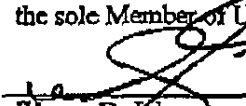
Dated: July 27, 2009

SAFETY MARKETING SERVICES, LLC

By:   
Name: Wayne D. Johnson  
Title: Manager and President

UOSD, LLC

By: SAFETY MARKETING SERVICES, LLC, as  
the sole Member of UOSD, LLC

By:   
Name: Wayne D. Johnson  
Title: Manager and President of sole Member

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## PLAN OF MERGER

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This PLAN OF MERGER (this "Plan") is hereby adopted by UOSD, LLC, a Florida limited liability company ("UOSD"), and SAFETY MARKETING SERVICES, LLC, a Florida limited liability company ("SMS"), for the purpose of merging UOSD into SMS pursuant to Section 608.438 of the Florida Limited Liability Company Act (the "Act"). SMS is sometimes referred to herein as the "Surviving Entity".

1. Parties to the Merger. The parties to the merger are UOSD, LLC, a Florida limited liability company, and SAFETY MARKETING SERVICES, LLC, a Florida limited liability company. The name of the surviving entity is SAFETY MARKETING SERVICES, LLC.
2. Terms and Conditions of the Merger.
  - (a) Effect of Merger. On the Effective Date (as defined in Section 4 of this Plan), UOSD will be merged with and into SMS pursuant to and in accordance with Section 608.438 of the Act. The separate existence of UOSD shall thereupon cease, and SMS, as the Surviving Entity, shall be fully vested in the rights, privileges, immunities, powers and franchises of UOSD, subject to its restrictions, liabilities, disabilities, and duties.
  - (b) Articles of Organization. The Articles of Organization of SMS as in effect immediately prior to the Effective Date shall be the Articles of Organization of the Surviving Entity.
  - (c) Managers and Officers. The managers and officers of SMS in place immediately prior to the Effective Date shall be the managers and officers of the Surviving Entity.
3. Treatment of Membership Interests.
  - (a) SMS. On and after the Effective Date, each unit of membership interest of SMS currently issued and outstanding shall remain issued and outstanding, and shall represent the issued and outstanding membership interests of the Surviving Entity.
  - (b) UOSD. Each unit of membership interest of UOSD outstanding immediately prior to the Effective Date shall, automatically and without the need for any action by any party, be cancelled upon the Effective Date.
4. Effective Date. The merger of UOSD into SMS will become effective upon the filing of the Certificate of Merger with the Florida Department of State (the "Effective Date").

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Exhibit A