

L 04000 005763

National Data Registry
(Requestor's Name)

303 SW 8th St.
(Address)

(Address)

Ocala, FL 34474 / 352 / 1029-9913
(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

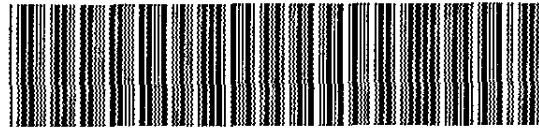
(Business Entity Name)

(Document Number)

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02/02/04

02/10/04

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ARTICLES OF MERGER

To the Secretary of State of the State of Florida:

The following articles of merger are being submitted in accordance with sections 607.1109 and 608.4382, 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. National Data Registry, Inc. 303 SW 8th St. Ocala, FL 34474	Florida	Corporation
Florida Document/Registration Number: P00000038385		FEI Number: 59-3643744
2. National Data Registry, LLC 303 SW 8th St. Ocala, FL 34474	Florida	Limited Liability Company
Florida Document/Registration Number: L04000005763		FEI Number: 33-1082310

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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>
National Data Registry, LLC 303 SW 8th St. Ocala, FL 34474	Florida	Limited Liability Company
Florida Document/Registration Number: L04000005763		FEI Number: 33-1082310

THIRD: The attached Plan of Merger meets the requirements of sections 607.1108 and 608.438, Florida Statutes, and was approved by each domestic corporation and limited liability company that is a party to the merger in accordance with Chapters 607 and 608, Florida Statutes.

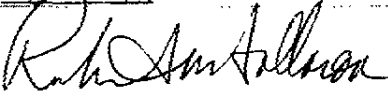
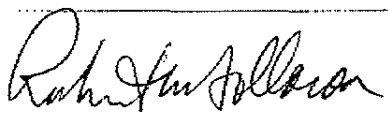
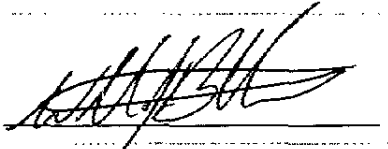
FOURTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

FIFTH: The merger shall become effective as of February 1, 2004.

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

EFFECTIVE DATE
02/01/04

SEVENTH: SIGNATURE(S) FOR EACH PARTY:
 (Note: Please see instructions for required signatures.)

<u>Name of Entity</u>	<u>Signature(s)</u>	<u>Typed Name of Individual</u>
National Data Registry, Inc.		Robert W. Holloran Chairman and CEO
National Data Registry, LLC		Robert W. Holloran Manager and authorized representative of its Member
		William J. Bollinger Manager and authorized representative of its Member

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Make checks payable to Florida Department of State and mail to:

Mailing address:
 Division of Corporations
 P.O. Box 6327
 Tallahassee, FL 32314

Street Address:
 Division of Corporations
 409 E. Gaines St.
 Tallahassee, FL 32399

FILING FEES:

For each Limited Liability Company: \$25.00
 For each Corporation: \$35.00

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with sections 607.1107, and 608.4381, Florida Statutes, is being submitted in accordance with sections 607.1108 and 608.438, Florida Statutes.

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

<u>Name</u>	<u>Jurisdiction</u>
National Data Registry, Inc.	Florida
National Data Registry, LLC	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
National Data Registry, LLC	Florida

THIRD: The terms and conditions of the merger are as follows: Upon the approval and adoption of this plan, the appropriate officers of National Data Registry, Inc. and National Data Registry, LLC shall execute and deliver the appropriate form of Articles of Merger with the Secretary of State of Florida. The merger shall become effective at 12:00:01 a.m. on February 1, 2004 (the Effective Date). Upon the Effective Date:

1. The separate existence of National Data Registry, Inc. shall cease;
2. National Data Registry, LLC shall continue and shall be the surviving entity;
3. Each issued and outstanding share of the common stock of National Data Registry, Inc. shall be converted into one unit of membership interest of National Data Registry, LLC;
4. All assets of National Data Registry, Inc., including but not limited to, patents, patentable inventions, copyrights, trademarks, licenses, contracts, and accounts receivable, shall be transferred to and shall vest in National Data Registry, LLC, as surviving entity, without further action on the part of the parties; and
5. All liabilities and obligations of the parties shall become the liabilities and obligations of National Data Registry, LLC.

FOURTH: 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: By virtue of the merger and without any action on the part of the shareholders and members, each issued and outstanding share of the common stock of National Data Registry, Inc. shall, upon the Effective Date, be converted into one unit of membership interest of National Data Registry, LLC. Immediately following the merger, the managers of National

Data Registry, LLC will issue one unit of membership interest to the owners of each share of National Data Registry, Inc., upon surrender of any certificate representing such shares or affidavit for any lost certificate.

FIFTH: The names and addresses of the managers of the limited liability company that is the surviving entity are as follows:

<u>Name</u>	<u>Address</u>
Robert W. Holloran	5268 NW 78th Court Ocala, FL 34482
William J. Bollinger	16751 SE 52nd Place Ocklawaha, FL 32179

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