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Nicole Martinez

Chief Operating Officer Tel. 561-208-2068 email: <u>cwolfe@mrevolution.com</u>

May 5, 2006

VIA FEDEX

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: MREVOLUTION, LLC

Dear Sir or Madam:

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Curtis Wolfe mRevolution, LLC 110 East Atlantic Blvd., Suite 310 Delray Beach, FL 33444

For further information concerning this matter, please call:

Curtis Wolfe at 305.812.4500.

Certified copy requested. An additional \$30 is enclosed.

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Nicole Martinez

Enclosure: Check for \$90.00

110 East Atlantic Blvd., Suite 310 Delray Beach, FL 33444



CERTIFICATE OF MERGER OF ELIST MARKETERS, INC. WITH AND INTO MREVOLUTION, LLC

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Companies in accordance with Section 608.4382 of the Florida Limited Liability Company Act:

FIRST: the exact name, jurisdiction, and form/type of entity for each merging party are as follows:

Name	Jurisdiction	Form/Type of Entity
mRevolution, LLC	Florida	Limited Liability Company
EList Marketers, Inc.	TFP01000013255 Florida	For Profit Corporation

SECOND: the exact name, jurisdiction, and form/type of entity for each surviving party are as follows:

Name		Jurisdiction	Form/Type of Entity
mRevolution, LLC	#L0600003041	/ Florida	Limited Liability Company

<u>THIRD</u>: the attached plan of merger was approved by each domestic corporation, limited liability company, partnership, and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, or 620, Florida Statutes.

FOURTH: the attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country, or jurisdiction under which such business entity is formed, organized, or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to not more than 90 days after the date this document is filed by the Florida Department of State:

SIXTH: If the	surviving party	is not formed,	organized,	or incorpora	ted under the	laws of
	principal office					

follows:

<u>N/A</u>				
SEVENTH: If the surviving party is not formed, organized, or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount to which such members are entitled under Sections 608.4351-608.43595, Florida Statutes.				
EIGHTH : If the surviving party is a foreign entity (out-of-state) not qualified to transact business in Florida, the surviving entity: N/A				
a) Lists the following street address and mailing address of an office, which the Florida Department of State may use for the purposes of Section 48.181, Florida Statutes.				
Street Address:		061		
-		RETARY OF CORPOR		
Mailing Address:	· · · · · · · · · · · · · · · · · · ·			
b) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including any appraisal rights of its members under Sections 608.4351-608.43595, Florida Statutes.				
•		000.001		
NINTH: Signature(s)	for each party:			
Name of Entity/Organization	Signature(s):	Typed or Printed Name:		
mRevolution, LLC	De la companya della companya della companya de la companya della	By: LOBOS BUSINESS CONSULTING, LLC, its member By: Curtis Wolfe, its Member		
EList Marketers, Inc.	CAIL	Christopher Rosetti, President		

PLAN OF MERGER

FIRST: the exact name, jurisdiction, and form/type of entity for each merging party are as follows:

Name	Jurisdiction	Form/Type of Entity
mRevolution, LLC	Florida	Limited Liability Company
EList Marketers, Inc.	Florida	For Profit Corporation

SECOND: the exact name, jurisdiction, and form/type of entity for each surviving party are as follows:

Name	Jurisdiction	Form/Type of Entity
mRevolution, LLC	Florida	Limited Liability Company

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

The transaction is an all equity transaction. The completion of the merger was conditioned on standard industry terms that were complied with or waived at the time of closing. In addition, certain employees of EList will be given employment contracts with the surviving company.

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 others securities of the survivor, in whole or in part, into cash or other property is as follows:

Each validly issued and outstanding common share of EList Marketers, Inc. will be converted into 31.25 membership units of mRevolution, LLC. No other consideration will be paid.

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

There are no outstanding rights to acquire the interests, shares, obligations, or other securities of EList Marketers, Inc. If any such claims do exist, the conversion factor used to calculate the conversion to membership units of mRevolution, LLC will be recalculated so that the total membership units issued to anyone claiming an interest in EList Marketers, Inc. will equal 31,250 membership interests in mRevolution, LLC.

<u>FIFTH</u>: If a partnership is the survivor, the name and business address of each general partner is as follows:

N/A

SIXTH: If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

Lobos Business Consulting, LLC 3042 Orange Street Miami, FL 33133

SEVENTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

N/A

EIGHTH: Other provisions, if any, relating to the merger are as follows:

N/A.

SECRETARY OF STATE SECRETARY OF CORPORATIONS
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