

L07000127769

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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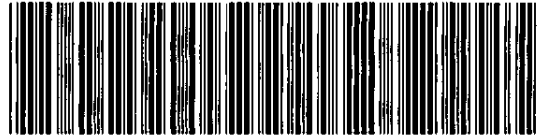
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

J. BRYAN

MAY -5 2009

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Full Source, LLC

Name of Surviving Party

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

Please return all correspondence concerning this matter to:

John Thibault, LLC

Contact Person

Full Source, LLC

Firm/Company

7018 AC Skinner Parkway Suite 230

Address

Jacksonville, FL 32256

City, State and Zip Code

John.Thibault@Fullsource.com

E-mail address: (to be used for future annual report notification)

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For further information concerning this matter, please call:

John Thibault

at (904)

296-2240

Name of Contact Person

Area Code and Daytime Telephone Number

☐

Certified copy (optional) \$30.00

STREET ADDRESS:

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

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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**Certificate of Merger
For
Florida Limited Liability Company**

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 608.4382, Florida Statutes.

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
#M07000005846 Utility Safeguard, LLC	Pennsylvania	LLC
Full Source, LLC # L07000127769	Florida	LLC

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Full Source, LLC	Florida	LLC

THIRD: 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, and/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 other 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 nor 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 incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

N/A

SEVENTH: If the survivor 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 ss.608.4351-608.43595, F.S.

EIGHTH: If the surviving party is an out-of-state entity not qualified to transact business in this state, the surviving entity:

a.) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S., are as follows:

Street address: 7018 AC Skinner Parkway Suite 230

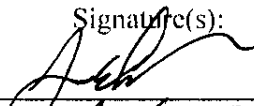

Jacksonville, FL 32256

Mailing address: Same as above

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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 ss.608.4351-608.43595, Florida Statutes.

NINTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Utility Safeguard, LLC		James Graham
Full Source, LLC		James Graham

Corporations:	Chairman, Vice Chairman, President or Officer (If no directors selected, signature of incorporator)
General partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative

Fees:

For each Limited Liability Company:	\$25.00
For each Corporation:	\$35.00
For each Limited Partnership:	\$52.50
For each General Partnership:	\$25.00
For each Other Business Entity:	\$25.00

Certified Copy (optional): \$30.00

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FLORIDA

PLAN OF MERGER

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Utility Safeguard, LLC	Pennsylvania	LLC
Full Source, LLC	Florida	LLC

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Full Source, LLC		

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

All Assets and liabilities of Utility Safeguard, LLC are to become the property of

Full Source, LLC upon date of merger.

This include assets and liability netting zero dollars.

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

Each company is a single member Limited Liability Company with the same single
member, James Graham. He will remain the sole member of the surviving
Limited Liability Company.

(Attach additional sheet if necessary)

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

Each company is a single member Limited Liability Company with the same single
member, James Graham. He will remain the sole member of the surviving
Limited Liability Company.

(Attach additional sheet if necessary)

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

N/A

(Attach additional sheet if necessary)

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

N/A

(Attach additional sheet if necessary)

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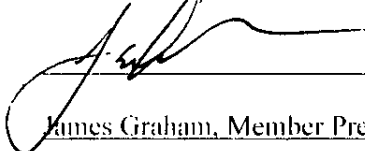
PLAN OF MERGER

This Plan of Merger is agreed to between Utility Safeguard, LLC, a (Pennsylvania based company"), and Full Source, LLC, a (Florida based company)

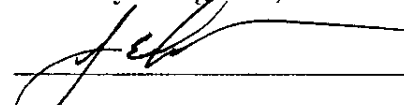
The parties agree as follows:

1. Utility Safeguard, LLC shall merge with and into Full Source, LLC.
2. The single member of Utility Safeguard, LLC shall remain the single member in Full Source, LLC.
3. The articles of incorporation of Full Source, LLC, as in effect immediately prior to the effective date of the merger, shall remain the articles of incorporation of Full Source, LLC.
4. The bylaws of Full Source, LLC, as in effect immediately prior to the effective date of the merger, shall remain the bylaws of Full Source, LLC.
5. The directors and officers of Full Source, LLC immediately prior to the effective date of the merger shall remain the directors and officers of Full Source, LLC.
6. Upon consummation of the merger, Full Source, LLC shall succeed, without other transfer, to all the rights and property of Utility Safeguard, LLC and shall be subject to all the debts, liabilities, and obligations of Utility Safeguard, LLC in the same manner as if incurred by Full Source, LLC.
7. All rights of creditors and all liens and trusts upon or arising from the property of Full Source, LLC and Utility Safeguard, LLC shall be preserved unimpaired, provided that the liens and trust obligations upon property of Utility Safeguard, LLC shall be limited to the property affected thereby immediately prior to the time the merger is effective.
8. Any action or proceeding pending by or against Utility Safeguard, LLC may be prosecuted to judgment, which shall bind Full Source, LLC, or Full Source, LLC may be proceeded against or substituted in its place.

Full Source, LLC


James Graham, Member President

Utility Safeguard, LLC


James Graham, Member President

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