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ARTICLES OF MERGER MERGING LIG MARINE MANAGERS (U.K.), INC. INTO LIG INTERNATIONAL HOLDINGS, LLC

Pursuant to the provisions of Section 607.1109 of the Florida Business Corporation Act, LIG INTERNATIONAL HOLDINGS, LLC, a Florida limited liability company, as the Surviving Entity, hereby delivers these Articles of Merger for the purpose of merging LIG MARINE MANAGERS (U.K.), INC., a Florida corporation, into LIG INTERNATIONAL HOLDINGS, 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 LIG MARINE MANAGERS (U.K.), INC. in accordance with the applicable provisions of the Florida Business Corporation Act.
- 3. The Plan was approved by LIG INTERNATIONAL HOLDINGS, LLC, in accordance with the applicable provisions of the Florida Limited Liability Company Act.

Dated: June <u>/0</u> , 2010				
	LIG MARINE MANAGERS (U.K.), INC.			
	By: Name; Title:	Ian R. Greenway President	万の	
	LIG INTERNATIONAL HOLDINGS, LLC			
	By: Name: Title:	Ian R. Greenway Managing Member		

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No. 5854 P291 JUN 30 AM

PLAN OF MERGER

This PLAN OF MERGER (this "Plan") is hereby adopted by LIG MARINE MANAGERS (U.K.), INC., a Florida corporation ("MMUK"), and LIG INTERNATIONAL HOLDINGS, LLC, a Florida limited liability company and the sole shareholder of MMUK ("Holdings"), for the purpose of merging MMUK into Holdings pursuant to Section 607.1108 of the Florida Business Corporation Act and Section 608.438 of the Florida Limited Liability Company Act. Holdings is sometimes referred to herein as the "Surviving Entity".

1. Parties to the Merger. The names of the entities planning to merge are LIG MARINE MANAGERS (U.K.), INC. and LIG INTERNATIONAL HOLDINGS, LLC. The name of the surviving entity is LIG INTERNATIONAL HOLDINGS, LLC.

2. Terms and Conditions of the Merger.

- (a) Effect of Merger. On the Effective Date (as defined in Section 4(a) of this Plan), MMUK will be merged with and into Holdings pursuant to and in accordance with Section 607.1108 of the Florida Business Corporation Act and Section 608.438 of the Florida Limited Liability Company Act. The separate existence of MMUK shall thereupon cease, and Holdings, as the Surviving Entity, shall be fully vested in the rights, privileges, immunities, powers and franchises of MMUK, subject to its restrictions, liabilities, disabilities, and duties.
- (b) Articles of Organization and Operating Agreement. The Articles of Organization and Operating Agreement of Holdings as in effect immediately prior to the Effective Date shall be the Articles of Organization and Operating Agreement of the Surviving Entity until further amended as provided by law.
- (c) <u>Managing Member</u>. The managing member of Holdings on the Effective Date shall be the managing member of the Surviving Entity. The name and mailing address of the managing member of Holdings are:

IAN R. GREENWAY 9600 Koger Boulevard #225 St. Petersburg, Florida 33702

3. Treatment of Equity Interests.

- (a) MMUK. On the Effective Date, each share of MMUK capital stock issued and outstanding immediately prior to the Effective Date shall, automatically and without the need for action by any party, be cancelled and shall no longer be outstanding.
- (b) <u>Holdings</u>. On and after the Effective Date, each membership interest of Holdings currently issued and outstanding will remain outstanding and shall represent issued and outstanding membership interests of the Surviving Entity.

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4. General Provisions.

- (a) Effective Date. The merger of MMUK into Holdings will become effective at 11:59 p.m. on June 30, 2010 (the "Effective Date").
- (b) <u>Termination</u>. At any time before the Effective Date (whether before or after filing of Articles of Merger), this Plan may be terminated and the merger abandoned by the governing board of either constituent entity, notwithstanding favorable action by the shareholders or members of the constituent entities.

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