

L09000085116

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(Business Entity Name)

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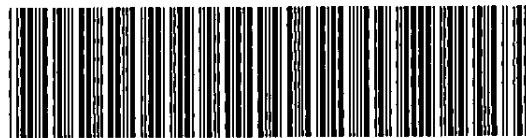
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SEP 15 2011

EXAMINER



900211465939

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CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 912230 4727100

AUTHORIZATION

Spuddean

COST LIMIT : \$ 50.00

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DIVISION OF CORPORATIONS
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ORDER DATE : September 15, 2011

ORDER TIME : 10:13 AM

ORDER NO. : 912230-005

CUSTOMER NO: 4727100

ARTICLES OF MERGER

INSURANCESUCCESSMARKETING.COM,
L.L.C.

INTO

INSURANCESUCCESSMARKETING.COM,
L.L.C.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Stephanie Milnes

EXAMINER'S INITIALS: _____

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
11 SEP 15 PM 1:03

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: INSURANCESUCCESSMARKTING.COM, L.L.C.
Name of Surviving Party a Maryland limited liability company

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

Please return all correspondence concerning this matter to:

Kathy Landicho

Contact Person

Offit Kurman, P.A.

Firm/Company

8171 Maple Lawn Blvd., Suite 200

Address

Fulton, MD 20759

City, State and Zip Code

brosenberg@offitkurman.com

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

For further information concerning this matter, please call:

Kathy Landicho

Name of Contact Person

at (301) 575-0303

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

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

FILED
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DIVISION OF CORPORATIONS
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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>
InsuranceSuccessMarketing.com, L.L.C.	Florida	LLC
InsuranceSuccessMarketing.com, L.L.C.	Maryland	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>
InsuranceSuccessMarketing.com, L.L.C.	Maryland	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:

10205 Deep Skies Drive, Laurel, Maryland 20723

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:

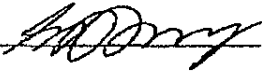
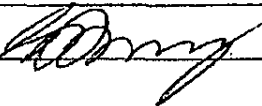
a.) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S., are as follows:

Street address: 10205 Deep Skies Drive, Laurel, Maryland 20723

Mailing address: 10205 Deep Skies Drive, Laurel, Maryland 20723

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:
InsuranceSuccessMarketing.com, L.L.C. a Florida, limited liability company		Sean Denny
InsuranceSuccessMarketing.com, L.L.C. a Maryland limited liability company		Sean Denny

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

PLAN OF MERGER

PLAN OF MERGER adopted by InsuranceSuccessMarketing.Com, L.L.C., a Florida limited liability company, by resolution of its Members on August 29, 2011, and adopted by InsuranceSuccessMarketing.Com, L.L.C., a Maryland limited liability company, by resolution of its Members on August 29, 2011. The names of the companies planning to merge are InsuranceSuccessMarketing.Com, L.L.C., a limited liability company organized under the laws of the State of Florida ("InsuranceSuccess FL") and InsuranceSuccessMarketing.Com, L.L.C., a limited liability company organized under the laws of the State of Maryland ("InsuranceSuccess MD"). The name of the surviving company into which InsuranceSuccess FL plans to merge is InsuranceSuccessMarketing.Com, L.L.C., a limited liability company.

1. InsuranceSuccess FL and InsuranceSuccess MD shall, pursuant to the provisions of Florida law and the provisions of Maryland law be merged with and into a single limited liability company, to wit, InsuranceSuccess MD, which shall be the surviving company when the merger takes effect and which is sometimes hereinafter referred to as the "surviving company", and which shall continue to exist as said surviving company, pursuant to the provisions of the laws of the jurisdiction of its organization. The separate existence of InsuranceSuccess FL, which is sometimes hereinafter referred to as the "non-surviving company", shall cease when the merger takes effect in accordance with the provisions of Florida law.

2. The articles of organization of the surviving company when the merger takes effect in the jurisdiction of its organization shall be the articles of organization of said surviving company and said articles of organization shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the laws of the jurisdiction of organization of the surviving company.

3. The operating agreement of the surviving company when the merger takes effect in the jurisdiction of its organization will be the operating agreement of said surviving company and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the laws of the jurisdiction of its organization.

4. Each percentage of membership interest of the non-surviving company when the merger takes effect shall be cancelled. The membership interests of the surviving company shall not be converted or exchanged in any manner, but each said membership interest which is issued as of the effective date of the merger shall continue to represent the percentage of membership interest of the surviving company.

5. The Plan of Merger herein made and approved shall be submitted to the members of the non-surviving company for their approval or rejection in the manner prescribed by the provisions of Florida law, and the merger of the non-surviving company with and into the surviving company shall be authorized in the manner prescribed by the laws of the jurisdiction of organization of the surviving company.

6. In the event that the Plan of Merger shall have been approved by the members of the non-surviving company in the manner prescribed by the provisions of Florida law, and in the event that the merger of the non-surviving company with and into the surviving company shall have been duly authorized in compliance with the laws of the jurisdiction of organization of the surviving company, the non-surviving company and the surviving company hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Florida and of the State of Maryland, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

7. The Members and Managers of the non-surviving company and of the surviving company, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.