

**L09000120766**

Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
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Account Number : FCA000000023  
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TALLAHASSEE, FLORIDA

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**MERGER OR SHARE EXCHANGE**  
**Astonish Results, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	07
Estimated Charge	\$75.00

**C. LEWIS**  
SEP 26 2011  
**EXAMINER**

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TALLAHASSEE, FLORIDA

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Astonish Results, 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:

Beverly Holland, Esq.

Contact Person

Robert D. Remy, Attorney-at-Law

Firm/Company

820 Gessner, Suite 1340

Address

Houston, TX 77024

City, State and Zip Code

beverlyholland@remylew.com

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

For further information concerning this matter, please call:

Beverly Holland

Name of Contact Person

at ( 713 )

465-8008 ext. 13

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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TALLAHASSEE, FLORIDA

**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>
<u>LD9000120766</u> Squid Insurance Marketing, LLC	<u>Florida</u>	<u>Limited liability company</u>
<u>Astonish Results, LLC</u>	<u>Rhode Island</u>	<u>Limited liability company</u>
<u>Digital Marketing GP, LLC</u>	<u>Rhode Island</u>	<u>Limited liability company</u>

**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>
<u>Astonish Results, LLC</u>	<u>Rhode Island</u>	<u>Limited liability company</u>

**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.

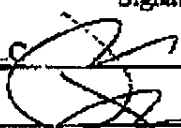
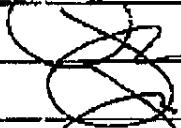
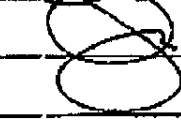
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TALLAHASSEE, FLORIDA

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:
<u>Squid Insurance Marketing, LLC</u>		<u>John H. Boudreau</u>
<u>Astonish Results, LLC</u>		<u>John H. Boudreau</u>
<u>Digital Marketing GP, LLC</u>		<u>John H. Boudreau</u>

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

<b><u>Fees:</u></b> 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

<b><u>Certified Copy (optional):</u></b>	\$30.00
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**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:

September 23, 2011

**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:

300 Centerville Road, Suite 200

Warwick, RI 02886

**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: Millenia Lakes I, Suite 410

4700 Millenia Lakes Blvd.

Orlando, Florida 32839

Mailing address: Millenia Lakes I, Suite 410

4700 Millenia Lakes Blvd.

Orlando, Florida 32839

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TALLAHASSEE, FLORIDA

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PLAN OF MERGER

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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>
<u>Squid Insurance Marketing, LLC</u>	<u>Florida</u>	<u>Limited liability company</u>
<u>Astonish Results, LLC</u>	<u>Rhode Island</u>	<u>Limited liability company</u>
<u>Digital Marketing GP, LLC</u>	<u>Rhode Island</u>	<u>Limited liability company</u>

**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>
<u>Astonish Results, LLC</u>	<u>Rhode Island</u>	<u>Limited liability company</u>

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

On September 23, 2011 (the "Effective Date of the Merger"), Squid Insurance Marketing, LLC, a Florida limited liability company ("Squid"), and Digital Marketing GP, LLC, a Rhode Island limited liability company ("Digital") will each merge into Astonish Results, LLC, a Rhode Island limited liability company ("Astonish") and cease their existences and be merged with and into Astonish, and Astonish shall survive as the surviving limited liability company.

*(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:

On the Effective Date of the Merger, all of the membership Interests of Digital and  
all of the membership interests of Squid then issued and outstanding shall, without  
any action by the holders thereof, be cancelled and shall represent only the right  
to exchange such Interests for membership interests of Astonish set forth on  
Exhibit A to the Agreement and Plan of Merger on file at the offices of each of Squid,  
Digital and Astonish on and after the Effective Date of the Merger.

*(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:

N/A

*(Attach additional sheet if necessary)*

**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)*