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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.

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

Name	<u>Jurisdiction</u>	Form/Entity Type
Enigma Software Group USA,LL	£ Connecticut	LLC
Enigma Software Group USA,LL	CFlorida	LLC
SECOND: The exact name, form/e as follows:	ntity type, and jurisdiction of	t the <u>surviving</u> party are
Name	Jurisdiction	Form/Entity Type
Enigma Software Group USA, LL	CFlorida	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.
<u>FIFTH:</u> 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:
11:59 P.M. EST on December 31, 2009
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 entitles 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: N/A
Mailing address: N/A

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:
Enigma Software Group USA,LLL	Ali 1 500	Alvin Estevez
Enigma Software Group USA, LLC	M-15-	Alvin Estevez

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

Certifled Copy (optional): \$30.00

PLAN OF MERGER

FIRST: The exact name, form/entifollows:	ity type, and jurisdiction f	or cach <u>merging</u> party are as
Name	<u>Jurisdiction</u>	Form/Entity Type
Enigma Software Group USA,	Connecticut	LLC
Enigma Software Group USA,L	£ Florida	LLC
SECOND: The exact name, form/e as follows: Name		·
	<u>Jurisdiction</u>	Form/Entity Type
Enigma Software Group USA, LL	<u>C Florida</u>	LLC
THIRD: The terms and conditions The domestic and foreign limited 11:59 P.M. EST on December 3	I liability companies will	merge, effective as of
surviving limited liability compan	y will be the same as th	ose of the merging limited
liability companies prior to the m	erger.	
(Attach aa	lditional sheet if necessari	<i>i</i>)

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:
All interests, shares, and obligations of the merged parties will be assigned to the
surviving limited liability company such that the interests, shares and obligations
of the surviving limited liability company will be the same as those of the merging
limited liability companies prior to the merger.
(Attach additional sheet if necessary)
B. The manner and basis of converting <u>rights to acquire</u> the interests, shares, obligations or other securities of each merged party into <u>rights to acquire</u> the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:
Members of the merging party have the rights to acquire interests as stipulated in
the merging party's operating agreement. As with the merging entity, the operating
agreement of the surviving entity will govern the members' right to acquire interests
in the surviving entity, and such members have the same right to acquire interests
in the surviving entity as they did in the merging entity.
(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: Pursuant to Section 34-198 of the Connecticut Limited Liability Act, the surviving limited liability company agrees (1) that it may be served with process in the State of Connecticut in any proceeding for enforcement of any obligation of any limited liability company that was formed under the laws of the state, as well for enforcement of any obligation of the survivor; and (2) to irrevocably appoint the Secretary of the State as its agent for service of process in any such proceeding and will specify the address to which a copy of the process shall be malled to it by the Secretary of the State. (Attach additional sheet if necessary) **SIXTH:** Other provisions, if any, relating to the merger are as follows: (Attach additional sheet if necessary)