

L12000048033

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

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(Business Entity Name)

(Document Number)

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14 JUL 14 PM 4:33

JUL 17 2014

C. CARROTHERS



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 15, 2014

CORPORATION SERVICE COMPANY

SUBJECT: INVENTIV HEALTH CLINICAL SRS, LLC
Ref. Number: L12000048033

We have received your document for INVENTIV HEALTH CLINICAL SRS, LLC and check(s) totaling \$118.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$30.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The merger submitted was prepared in compliance with section 607.1109 Florida Statutes which provides for mergers between domestic corporations and other business entities as defined in section 607.1108, Florida Statutes. Pursuant to section 607.1108(7), Florida Statutes, any merger consisting solely of the merger of one or more domestic corporations with or into one or more foreign corporations shall be consummated solely in accordance with section 607.1107, Florida Statutes. Section 607.1107, Florida Statutes then refers you to section 607.1105, Florida Statutes.

DOCUMENT NUMBER L08000111918 HAS NOT FILED THE 2014 ANNUAL REPORT

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Cathy A Carrothers
Regulatory Specialist

Letter Number: 614A00015125



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 210878 7968080

AUTHORIZATION :

COST LIMIT : \$148.75

[Handwritten signature]

ORDER DATE : July 10, 2014

ORDER TIME : 1:31 PM

ORDER NO. : 210878-020

CUSTOMER NO: 7968080

ARTICLES OF MERGER

PHAMANET/I3 STRATEGIC
RESOURCING PUERTO RICO, LLC

INTO

INVENTIV HEALTH CLINICAL SRS,
LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY

CONTACT PERSON: Emily Gray

EXAMINER'S INITIALS: _____

FILED

14 JUL 14 AM 9:15

CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

**Articles of Merger
For
Florida Profit or Non-Profit Corporation
Into
Other Business Entity**

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109, 617.0302 or 605.1025, 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>
PharmaNet/3 Strategic Resourcing Canada, Inc.	Florida	Corporation
PharmaNet/3 Strategic Resourcing Puerto Rico, LLC	Florida	LLC
PharmaNet/3 Strategic Resourcing Flex, 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>
inVentiv Health Clinical SRS, 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, 605, 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 no more than 90 days after the date this document is filed by the Florida Department of State:

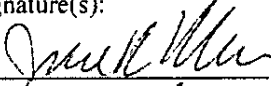

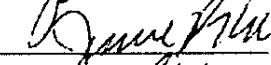
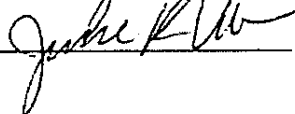
SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

SEVENTH: If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

EIGHTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
inVentiv Health Clinical SRS, LLC		Jesse Moore
PharmaNet/i3 Strategic Resourcing Canada, Inc.		Jesse Moore
PharmaNet/i3 Strategic Resourcing Puerto Rico, LLC		Jesse Moore
PharmaNet/i3 Strategic Resourcing Flex, LLC		Jesse Moore

Corporations:	Chairman, Vice Chairman, President or Officer <i>(If no directors selected, signature of incorporator.)</i>
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: \$35.00 Per Party

Certified Copy (optional): \$8.75

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>
PharmaNet/i3 Strategic Resourcing Canada, Inc.	Florida	Corporation
PharmaNet/i3 Strategic Resourcing Puerto Rico, LLC	Florida	LLC
PharmaNet/i3 Strategic Resourcing Flex, 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>
inVentiv Health Clinical SRS, LLC	Florida	LLC

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

At the effective date, the merging parties shall be merged with and into the surviving party, the separate existence of the merging parties shall cease and the surviving party shall continue as the surviving entity.

Upon the effectiveness of the Merger, all the property, rights, privileges, powers and franchises of the merging parties shall vest in the surviving party and all debts, liabilities and duties of the merging parties shall become the debts, liabilities and duties of the surviving party.

(Attach additional sheet if necessary)

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:

Upon the effective dime and by virtue of the merger and without any action on the part of the merging parties

or their respective members or shareholders, all membership interests of each LLC that was

outstanding prior to the effective date, and all shares of each corporation that was

outstanding prior to the effective date, shall be exchanged for rights to receive

merger consideration in the amount of ten (\$10.00) dollars.

(Attach additional sheet if necessary)

B. The manner and basis of converting the rights to acquire the interests, shares, obligations or other securities of each merged party into the 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:

(Attach additional sheet if necessary)

FIFTH: If a partnership is the survivor, the name and business address of each general partner is as follows:

(Attach additional sheet if necessary)

SIXTH: If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

inVentiv Health Clinical, Inc., Member

1 Van de Graaff Drive, 6th Floor

Burlington, MA 01803

(Attach additional sheet if necessary)

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

(Attach additional sheet if necessary)

EIGHTH: Other provision, if any, relating to the merger are as follows:

(Attach additional sheet if necessary)