

M100000001438

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(Business Entity Name)

(Document Number)

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03/20/18--01022--004 **50.00

18 APR -4 PM 1:21
03/20/18

Merger

R. WHITE

APR 05 2018

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: TSYS Merchant Solutions, 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:

April Bailey

Contact Person

TSYS

Firm/Company

One TSYS Way, C-1

Address

Columbus, GA 31901

City, State and Zip Code

abailey@tsys.com

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

For further information concerning this matter, please call:

April Bailey

at (706) 649-8149

Name of Contact Person

Area Code

Daytime Telephone Number

☐ Certified copy (optional) \$30.00

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

CR2E080 (2/14)



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 21, 2018

APRIL BAILEY
ONE TSYS WAY, C-1
COLUMBUS, GA 31901

SUBJECT: TSYS MERCHANT SOLUTIONS, LLC
Ref. Number: M10000001438

We have received your document for TSYS MERCHANT SOLUTIONS, LLC and your check(s) totaling \$50.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of a merger, pursuant to s.605.0212(8), Florida Statutes, each party to the merger must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for filing.

Both entities must file the annual report.

Filed 3/28/2018.

See attached.

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.

Rebekah White
Regulatory Specialist II

Letter Number: 918A00005696

RECEIVED
18 APR -4 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

18 APR -4 PM 1:20

The following Articles of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 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>
TSYS Business Solutions, LLC	Delaware	Limited Liability Company
_____	_____	_____
_____	_____	_____
_____	_____	_____

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>
TSYS Merchant Solutions, LLC	Delaware	Limited Liability Company
_____	_____	_____

THIRD: The merger was approved by each domestic merging entity that is a limited liability company in accordance with ss.605.1021-605.1026; by each other merging entity in accordance with the laws of its jurisdiction; and by each member of such limited liability company who as a result of the merger will have interest holder liability under s.605.1023(1)(b).

FOURTH: Please check one of the boxes that apply to surviving entity: (if applicable)

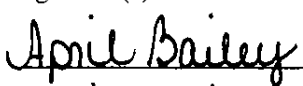

- ☐ This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record are attached.
- ☐ This entity is created by the merger and is a domestic filing entity, the public organic record is attached.
- ☐ This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.
- ☐ This entity is a foreign entity that does not have a certificate of authority to transact business in this state. The mailing address to which the department may send any process served pursuant to s. 605.0117 and Chapter 48, Florida Statutes is:

FIFTH: This entity agrees to pay any members with appraisal rights the amount, to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.

SIXTH: If other than the date of filing, the delayed 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:

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

SEVENTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
TSYS Business Solutions, LLC		April Bailey, Authorized Agent
TSYS Merchant Solutions, LLC		April Bailey, Authorized Agent

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 an authorized person

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

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"TSYS BUSINESS SOLUTIONS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "TSYS MERCHANT SOLUTIONS, LLC" UNDER THE NAME OF "TSYS MERCHANT SOLUTIONS, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF NOVEMBER, A.D. 2017, AT 12:18 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2017 AT 11:58 O'CLOCK P.M.



3792422 8100M
SRH 20177071896

you may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 203580329
Date: 11-15-17

CERTIFICATE OF MERGER

OF

TSYS BUSINESS SOLUTIONS, LLC
(a Delaware limited liability company)

with and into

TSYS MERCHANT SOLUTIONS, LLC
(a Delaware limited liability company)

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned limited liability company certifies as follows:

1. The name and state of formation or organization of each of the constituent companies which are to merge are as follows:
 - a. TSYS Business Solutions, LLC, a Delaware limited liability company ("TBS")
 - b. TSYS Merchant Solutions, LLC, a Delaware limited liability company ("TMS")
2. An Agreement and Plan of Merger (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each of the constituent companies in accordance with the provisions of Title 6, Section 18-209 of the Delaware Limited Liability Company Act.
3. Pursuant to the Merger Agreement, TBS will merge with and into TMS (the "Merger"), with TMS being the surviving company (the "Surviving Company"). The name of the Surviving Company is "TSYS Merchant Solutions, LLC", a Delaware limited liability company.
4. The Certificate of Formation of the Surviving Company as in effect immediately prior to the Merger shall continue to be the Certificate of Formation of the Surviving Company immediately following the Merger.
5. The executed Merger Agreement pursuant to which the Merger is being consummated is on file at the principal place of business of the Surviving Company. The address of the principal place of business of the Surviving Company is 12202 Airport Way, Broomfield, Colorado 80021.
6. A copy of the Merger Agreement will be furnished by the Surviving Company, on request and without charge, to any member of any constituent limited liability company.
7. The Merger shall become effective as of 11:58 p.m. Eastern Time on December 31, 2017.

IN WITNESS WHEREOF, the undersigned limited liability company has caused its duly authorized officer to execute and deliver this Certificate of Merger as of November 14, 2017.

TSYS MERCHANT SOLUTIONS, LLC

By: 

Name: Kathleen Moates

Title: Secretary and Authorized Person

TSYS Legal Shared Data TSYS MY DCS Mergers TSYS Business Solutions into TSYS Merchant Solutions Folders Certificate Of Merger (TBS into TMS) Doc