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MERGER OR SHARE EXCHANGE  
ENTERPRISE NORTH FLORIDA CORPORATION

Certificate of Status	0
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Handwritten signature and date 3/30/01 with a circled 'B'.

ARTICLES OF MERGER  
Merger Sheet

MERGING: -----

NORTH FLORIDA TECHNOLOGY INNOVATION CORPORATION OF  
GAINESVILLE, a Florida nonprofit corporation, document number  
N94000004101

INTO

ENTERPRISE NORTH FLORIDA CORPORATION, a Florida entity,  
N94000004998.

File date: March 30, 2001 , effective April 1, 2001

Corporate Specialist: Karen Gibson

**ARTICLES OF MERGER**

The following articles of merger are being submitted in accordance with the Florida Not For Profit Corporation Act pursuant to section 617.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
Enterprise North Florida Corporation	Florida

EFFECTIVE DATE  
4/1/01

Florida Document/Registration Number: N94000004998

FEI Number: 59-3838217

Second: The name and jurisdiction of the merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
North Florida Technology Innovation Corporation of Gainesville	Florida

Florida Document/Registration Number: N9400000411

FEI Number: 59-3265041

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Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on April 1, 2001; provided, however, if the filing of these Articles of Merger with the Florida Department of State occurs after April 1, 2001, the merger shall become effective upon the filing of these Articles of Merger with the Florida Department of State.

Fifth: ADOPTION OF MERGER BY SURVIVING CORPORATION


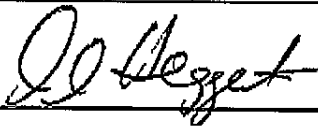
There are no members or members entitled to vote on the plan of merger. The number of directors in office of the surviving party is seventeen (17) and the Plan of Merger was adopted at a meeting of the directors held on March 7, 2001, by a vote of eleven (11) in favor and zero (0) opposed to the Plan of Merger.

Prepared by Crystal Adkins  
Holland & Knight LLP  
(904) 358-2000  
50 N. Laura St., Ste. 3900  
Jacksonville, FL 32202  
Florida Bar No.: 0014044

Sixth: ADOPTION OF MERGER BY MERGING CORPORATION

There are no members or members entitled to vote on the plan of merger. The number of directors in office of the merging party is sixteen (16), and the Plan of Merger was adopted at a meeting of the directors held on March 6, 2001, by a vote of twelve (12) in favor and zero (0) opposed to the Plan of Merger.

Seventh: SIGNATURES FOR EACH CORPORATION:

Name of Corporation	Signature	Typed or Printed Name of Individual & Title
Enterprise North Florida Corporation		Charles A. Clarkson, Chairman
North Florida Technology Innovation Corporation of Gainesville		Arnold A. Heggstad, Chairman

**PLAN OF MERGER**

The following plan of merger is being submitted in compliance with section 617.1105, Florida Statutes.

The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
Enterprise North Florida Corporation	Florida

The name and jurisdiction of the merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
North Florida Technology Innovation Corporation of Gainesville	Florida

The terms and conditions of the merger are as follows:

The merger shall become effective on April 1, 2001; provided, however, if the filing of these Articles of Merger with the Florida Department of State occurs after April 1, 2001, the merger shall become effective upon the filing of these Articles of Merger with the Florida Department of State ("Effective Date"). On the Effective Date, as a result of the Merger, (i) the separate existence of Merging Party will cease; (ii) title to all assets and properties, or any interest therein, owned by Merging Party will be vested in Surviving Party without reversion or impairment; (iii) Surviving Party will thenceforth be responsible and liable for all the liabilities and obligations of Merging Party; (iv) neither the rights of creditors nor any liens upon the property of Merging Party will be impaired by the Merger; and (v) membership in Merging Party, if any, shall cease to exist. Following the Merger, the existence of Surviving Party shall continue unaffected and unimpaired by the Merger, with all the rights, privileges, immunities and powers, and subject to all the duties and liabilities of a limited liability company organized under the laws of the State of Florida.

No changes to the Articles of Incorporation of the Surviving Party shall be effected by the Merger.