

P000000079022

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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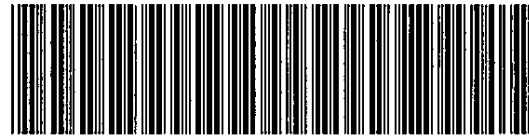
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. BRYAN

SEP - 8 2010

EXAMINER

1900 The Proscenium, 1170 Peachtree Street, NE  
Atlanta, GA 30309  
Telephone: 404-870-4600  
Fax: 404-872-5547  
www.lockelord.com

## Locke Lord Bissell & Liddell<sup>LLP</sup>

Attorneys & Counselors

Lynda A. Daugherty  
Paralegal  
Direct Telephone: 404-870-4662  
Direct Fax: 404-806-5662  
ldaugherty@lockelord.com

August 31, 2010

### BY FEDERAL EXPRESS

State of Florida  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Articles of Merger of Collosource, Inc. into FiberMedia Cleveland, LLC

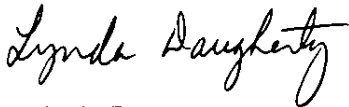
Dear Sir or Madam:

Enclosed for filing, please find the Articles of Merger and Plan of Merger of Collosource, Inc., a Florida corporation (Document Number P00000079022), into FiberMedia Cleveland, LLC, a Delaware limited liability company. Also enclosed is our firm check no. 172257 in the amount of \$78.75 to cover the filing fee and the cost of a certified copy of the filing. Please use the enclosed Federal Express envelope and label to return the certified copy upon completion of the filing.

Please call me at (404) 870-4662 or e-mail me at [ldaugherty@lockelord.com](mailto:ldaugherty@lockelord.com) if you have any questions or if you note any deficiencies with this filing.

Very truly yours,

LOCKE LORD BISSELL & LIDDELL LLP



Lynda A. Daugherty  
Paralegal

LAD:lad

Enclosures

cc: Randall W. Johnson  
William M. Osterbrock

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** FiberMedia Cleveland, LLC  
Name of Surviving Party

Please return all correspondence concerning this matter to:

William M. Osterbrock

Contact Person

Locke Lord Bissell & Liddell LLP

Firm/Company

1170 Peachtree Street NE, Suite 1900

Address

Atlanta, GA 30309

City, State and Zip Code

wosterbrock@lockelord.com

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

For further information concerning this matter, please call:

William Osterbrock

Name of Contact Person

at ( 404 )

870-4624

Area Code and Daytime Telephone Number

☒ Certified Copy (optional) \$8.75

**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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**10 SEP - 1 AM 10:29**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**Articles of Merger  
For  
Florida Profit or Non-Profit Corporation**

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**10 SEP - 1 AM 10:29**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

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 or 617.0302, 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>
# P000000079022 Collosource, Inc.	Florida	Corporation
FiberMedia Cleveland, 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>
FiberMedia Cleveland, LLC	Delaware	Limited Liability Company

**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.

**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:

Date of filing

**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:

2711 Centerville Road

Suite 400

Wilmington, DE 19808



**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.

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**EIGHTH:** Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Collosource, Inc.		William Osterbrock
FiberMedia Cleveland, LLC		William Osterbrock

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

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TALLAHASSEE, FLORIDA

## 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>
Collosource, Inc.	Florida	Corporation
FiberMedia Cleveland, 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>
FiberMedia Cleveland, LLC	Delaware	Limited Liability Company

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

Collosource, Inc. shall be merged with and into FiberMedia Cleveland, LLC, with  
FiberMedia Cleveland, LLC as the surviving entity and, as of the effective date of  
this filing, the separate existence of Collosource, Inc. shall cease. All rights,  
privileges, powers, franchises and interests of Collosource, Inc. and all of its  
properties, whether real, personal or mixed, all debts due on whatever account  
and every other interest of Collosource, Inc., whether tangible or intangible, shall  
be deemed to vest in the surviving entity without further act or deed, and all claims,  
demands, property and every other interest shall be, as of the effective date, the  
property of the surviving entity to the same extent as previously owned or held by  
Collosource, Inc.

*(Attach additional sheet if necessary)*

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FLORIDA  
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TALLAHASSEE, FLORIDA

**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:

As of the effective date of this filing, by virtue of this merger and without any  
action on the part of Collosource, Inc. or FiberMedia Cleveland, LLC, all the  
issued and outstanding shares of common stock of Collosource, Inc. shall be  
converted into membership interests in FiberMedia Cleveland, LLC on a one (1)  
share for one (1) share basis.

*(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:

As of the effective date of this filing, there are no outstanding rights to acquire  
shares of common stock of Collosource, Inc.

*(Attach additional sheet if necessary)*



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TALLAHASSEE, FLORIDA

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

N/A

*(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:

The manager of the surviving entity is Michael K. Roark, whose business address is located at 11550 Interchange Circle, North, Miramar, Florida 33025.

*(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:

N/A

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TALLAHASSEE, FLORIDA

*(Attach additional sheet if necessary)*

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

N/A

*(Attach additional sheet if necessary)*