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From: FAXmaker To: (850)6176380;20873 Page: 2/9 Date: 12/30/2014 12:06:00 PM

EFFECTIVE DATE

12/31/14

Florida Department of State
Division of Corporations
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Fax Number : (850) 617-6380

From: Account Name : MARKS, GRAY, P.A.
Account Number : I20040000191
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MERGER OR SHARE EXCHANGE

iVenture Solutions, Incorporated

Certificate of Status	1
Certified Copy	0
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FAX TRANSMISSION

Phone: (904) 398-0900

1200 Riverplace Blvd. Suite 800
Jacksonville, FL 32207

Fax: (904) 399-8440

Date: 1/7/2015

To:

From: Elizabeth Carter

Subject: iVenture Solutions, Incorporated

Message: Good morning!

Per my conversation with Irene Albritton, I am resubmitting the Attached Articles of Merger to correct the Florida Statute referenced on Page 1. These Articles were previously submitted on December 30, 2014. Ms. Albritton, I appreciate your assistance with this to back-date the filing date to December 30, 2014 with an effective date of December 31, 2014.

Please provide me with a confirmation upon completion, but if there are any problems with this filing, please do not hesitate to contact me. My information is shown below.

Again, thank you so much for your help with this matter!

Regards,

Elizabeth

Elizabeth A. Carter | Paralegal and Legal Assistant to John R. Crawford
Marks Gray, P.A. | 1200 Riverplace Boulevard, Suite 800 | Jacksonville, FL
32207

Contact me: ecarter@marksgray.com | 904.807.2122 | 904.399.8440 Fax

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((H14000299914 3)))

EFFECTIVE DATE

12/31/14

ARTICLES OF MERGER
of
IVENTURE SOLUTIONS OF ORLANDO, INCORPORATED, A FLORIDA CORPORATION
with and into
IVENTURE SOLUTIONS, INCORPORATED, A FLORIDA CORPORATION

THESE ARTICLES OF MERGER are entered into as of the date set forth herein by and between IVENTURE SOLUTIONS OF ORLANDO, INCORPORATED, a Florida corporation, and IVENTURE SOLUTIONS, INCORPORATED, a Florida corporation.

Pursuant to Section 607.1105, Florida Statutes, iVenture Solutions of Orlando, Incorporated, a Florida corporation, and iVenture Solutions, Incorporated, a Florida corporation, adopt the following Articles of Merger.

1. The Agreement and Plan of Merger dated December 22, 2014 ("Plan of Merger"), by and between iVenture Solutions of Orlando, Incorporated, a Florida corporation ("iVenture Orlando") and iVenture Solutions, Incorporated, a Florida corporation ("iVenture"), has been approved by both iVenture Orlando and iVenture in accordance with laws of the State of Florida. The Plan of Merger was approved and adopted by the Board of Directors and shareholders of iVenture Orlando on December 22, 2014. The Plan of Merger was adopted by the Board of Directors and shareholders of iVenture on December 22, 2014.
2. Pursuant to the Plan of Merger, all issued and outstanding shares of iVenture Solutions of Orlando, Incorporated will be acquired by means of a merger of iVenture Solutions of Orlando, Incorporated, with and into iVenture Solutions, Incorporated, with iVenture Solutions, Incorporated being the surviving corporation. Each share of stock of iVenture Solutions of Orlando, Incorporated will be cancelled since the surviving corporation is its sole shareholder.
3. The date and time of the effectiveness of the Merger shall be 11:59 p.m. on December 31, 2014, or such later date as these Articles of Merger shall be filed with the Secretary of State of Florida.

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IN WITNESS WHEREOF, the parties have set their hands and caused their seals to be affixed
this 22 day of December, 2014.

IVENTURE SOLUTIONS OF ORLANDO,
INCORPORATED, a Florida corporation

By: IVENTURE SOLUTIONS, INCORPORATED,
a Florida corporation

By: 

Graydon Mabry
Its Chief Executive Officer

Attest: 

Mark Schnitzius
Its Chief Financial Officer

(Corporate Seal)

IVENTURE SOLUTIONS, INCORPORATED,
a Florida corporation

By: 

Graydon Mabry
Its Chief Executive Officer

Attest: 

Mark Schnitzius
Its Chief Financial Officer

(Corporate Seal)

STATE OF FLORIDA
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Graydon Mabry and Mark Schnitzius, who are each ☒ personally known to me or who have each produced a ☐ Florida driver's license or ☐ _____ as identification, and who executed the foregoing certificate as Chief Executive Officer and as Chief Financial Officer, respectively, of iVenture Solutions of Orlando, Incorporated, a Florida corporation, and who personally acknowledged to and before me

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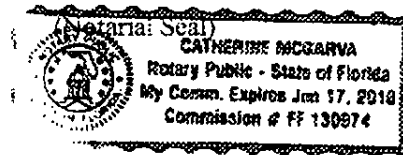
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that they executed the same in such capacities as the act and deed of said corporation.

WITNESS my hand and official seal in said County and State this 22 day of December, 2014.

Catherine McGarva
Signature of Notary Public
Catherine McGarva
Printed Name of Notary Public
Notary Public, State of Florida
My commission expires: 12/17/2018

STATE OF FLORIDA
COUNTY OF DUVAL



I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Graydon Mabry and Mark Schnitzius, who are each ☒ personally known to me or who have each produced a ☐ Florida driver's license or ☐ _____ as identification, and who executed the foregoing certificate as Chief Executive Officer and as Chief Financial Officer, respectively, of iVenture Solutions, Incorporated, a Florida corporation, and who personally acknowledged to and before me that they executed the same in such capacities as the act and deed of said corporation.

WITNESS my hand and official seal in said County and State this 22 day of December, 2014.

Catherine McGarva
Signature of Notary Public
Catherine McGarva
Printed Name of Notary Public
Notary Public, State of Florida
My commission expires: 12/17/2018

(Notarial Seal)



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PLAN OF MERGER
of
iVenture Solutions of Orlando, Incorporated, a Florida Corporation
with and into
iVenture Solutions, Incorporated, a Florida Corporation

WHEREAS, the Articles of Incorporation of iVenture Solutions of Orlando, Incorporated, a Florida corporation ("iVenture Orlando") presently authorize the issuance of one million (1,000,000) shares of Common Stock, par value \$0.01 per share, all of which are of one class, and of which ten thousand (10,000) shares are presently outstanding; and

WHEREAS, the Articles of Incorporation of iVenture Solutions, Incorporated, a Florida corporation ("iVenture") presently authorize the issuance of one million (1,000,000) shares of Common Stock, par value \$1.00 per share, all of which are of one class, and of which one hundred (100) shares are presently outstanding; and

WHEREAS, iVenture Orlando, iVenture, and the shareholders and the Board of Directors of each of them desire to merge iVenture Orlando into iVenture in a tax free "merger" within the meaning of Section 368(a)(1) of the Internal Revenue Code of 1986, as amended; and

WHEREAS, each of the constituent corporations and their shareholders deem it advisable to cancel each share of the outstanding Common Stock of iVenture Orlando at the conclusion of the merger.

NOW, THEREFORE, BE IT RESOLVED as follows:

ARTICLE I

iVenture Solutions of Orlando, Incorporated shall be merged into iVenture Solutions, Incorporated, with iVenture Solutions, Incorporated, being the surviving corporation in the merger.

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ARTICLE II

Section 1. As used herein, the term "Effective Date" means December 31, 2014 at 11:59 p.m., Eastern Standard Time.

Section 2. On the Effective Date, all shares of the existing Common Stock of iVenture Orlando then outstanding shall be canceled.

ARTICLE III

Upon the Effective Date:

(a) All rights of the holders of shares of the then outstanding Common Stock of iVenture Orlando shall cease and such shares shall be canceled and deemed to be no longer outstanding. Since iVenture Solutions owns all outstanding shares of iVenture Orlando, the shares of the outstanding common stock of iVenture Orlando shall be represented post-merger by the shares of iVenture already issued and outstanding, and no new shares of iVenture shall be issued;

(b) iVenture Orlando shall cease to exist and shall be consolidated with and into iVenture;

(c) The capital represented by the shares of the outstanding Common Stock of iVenture Orlando shall continue to be represented by the shares of Common Stock of iVenture issued and outstanding;

(d) The issued and outstanding shares of iVenture shall remain one hundred (100) shares of Common Stock, par value \$1.00 per share; and

(e) The Board of Directors of each of the constituent corporations shall have the power to take such further action as they shall deem necessary, proper or advisable with respect to the foregoing merger and exchange of shares.

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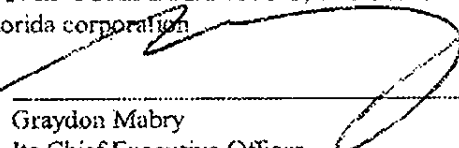
ARTICLE IV

Upon this Plan being adopted by the Board of Directors and the shareholders of iVenture Orlando, and iVenture, the Chief Executive Officer and the Chief Financial Officer of each of the corporations are directed to execute, acknowledge and file in the office of the Secretary of State of the State of Florida a certificate or certification of the action taken by the Directors and Shareholders of the corporation with respect to such matters, all in the form and the manner prescribed by law.

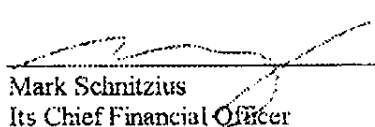
IN WITNESS WHEREOF, this Plan of Merger has been executed by each of the undersigned on the 22 day of December, 2014.

IVENTURE SOLUTIONS OF ORLANDO,
INCORPORATED, a Florida corporation

By: IVENTURE SOLUTIONS, INCORPORATED,
a Florida corporation

By: 

Graydon Mabry
Its Chief Executive Officer

Attest: 

Mark Schnitzius
Its Chief Financial Officer

(Corporate Seal)

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((H14000299914 3)))

IVENTURE SOLUTIONS, INCORPORATED,
a Florida corporation

By: 

Graydon Mabry
Its Chief Executive Officer

Attest: 

Mark Schnitzius
Its Chief Financial Officer

(Corporate Seal)

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