

3/29/2019

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## MERGER OR SHARE EXCHANGE

## Central Florida Cable Communications, Inc.

Certificate of Status	0
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**Re:** Central Florida Cable Communicaitons, Inc.

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**ARTICLES OF MERGER**

The following Articles of Merger are submitted in accordance with Section 607.1105 of the Florida Business Corporation Act.

**First:** The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Central Florida Cable Communications, Inc.	Florida	P01000013684

**Second:** The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Arcstream Inc.	Florida	P13000065704

**Third:** The Plan of Merger pursuant to which the merging corporation shall merge with and into the surviving corporation is attached hereto as Exhibit A and is incorporated herein and made a part hereof by reference.

**Fourth:** The merger shall become effective as of March 29, 2019.

**Fifth:** The Plan of Merger was adopted by the shareholders of the surviving corporation on March 29, 2019.

**Sixth:** The Plan of Merger was adopted by the shareholders of the merging corporation on March 29, 2019.

**Seventh:** The undersigned corporations have caused this statement to be signed as of the 29th day of March, 2019 by a duly authorized officer or director who affirms, under penalties of perjury, that the facts stated above are true and correct.

**CENTRAL FLORIDA CABLE  
COMMUNICATIONS, INC.**

**ARCSTREAM INC.**

By: Kesin Gault  
Name: Kesin Gault  
Title: CEO

By: Kesin Gault  
Name: Kesin Gault  
Title: CEO

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**EXHIBIT "A"**  
**PLAN OF MERGER**

This Plan of Merger (this "**Plan of Merger**") is made this 29th day of March, 2019, by and between Arcstream Inc., a Florida corporation ("**Arcstream**"), and Central Florida Cable Communications, Inc., a Florida corporation ("**CFCC**").

**RECITALS**

**WHEREAS**, Arcstream and CFCC are corporations duly organized, validly existing and in good standing under the laws of the State of Florida;

**WHEREAS**, the Board of Directors and Shareholders of Arcstream and CFCC deem it advisable and beneficial to both corporations that Arcstream be merged with and into CFCC (the "**Merger**"), with Arcstream as the merging corporation and CFCC as the surviving corporation, pursuant to the provisions of the Florida Business Corporation Act (the "**Florida Act**") and this Plan of Merger; and

**WHEREAS**, the Merger will be effective as of the Effective Date (as hereinafter defined), whereupon Arcstream will cease to exist and the separate businesses of Arcstream and CFCC will continue on a combined basis through CFCC.

**NOW, THEREFORE**, for the purpose of prescribing the terms and conditions of the Merger in such other details and provisions as are deemed necessary or advisable, the parties hereto agree as follows:

1. **Recitals.** The Recitals above are hereby approved and adopted.
2. **Merger.** Subject to the terms and conditions of this Plan of Merger and in accordance with the provisions of the Florida Act, as of the Effective Date, Arcstream shall be merged with and into CFCC, the separate existence of Arcstream shall cease and CFCC shall be the surviving corporation and shall continue its existence under the laws of the state of Florida.
3. **Continuation of Corporate Existence.** The corporate existence and identity of CFCC, with all its purposes, powers, franchises, privileges, rights and immunities, shall continue unaffected and unimpaired by the Merger and the corporate existence and identity of Arcstream with all its purposes, powers, franchises, privileges, rights and immunities, at the Effective Date, shall be merged with and into that of CFCC and CFCC shall be vested fully therewith and the separate corporate existence and identity of Arcstream shall thereafter cease, except to the extent continued by statute.
4. **Effective Date.** The Merger shall become effective as of March 29, 2019 (the "**Effective Date**"). The Articles of Merger and other necessary documents, will be filed with the Florida Secretary of State in such form as required by, and executed in accordance with, the relevant provisions of the Florida Act in order to effect the Merger as of the Effective Date.
5. **Corporate Governance.** The Articles of Incorporation and the Bylaws of CFCC, as in effect on the Effective Date, shall continue in full force and effect and shall be the Articles

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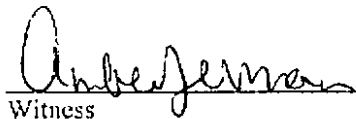
of Incorporation and the Bylaws of CFCC. The Articles of Incorporation and the Bylaws of Arcstream, as such, shall be terminated as of the Effective Date and thereafter be of no further force or effect. The members of the Board of Directors and the Officers of CFCC immediately preceding the Effective Date shall be the persons holding such positions for CFCC as of and immediately following the Effective Date.



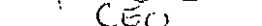
6. Cancellation and Conversion of Shares. At the Effective Date, by virtue of the Merger and without any further action on the part of any share of common stock of CFCC or Arcstream, all of the shares of each class and series of capital stock of Arcstream ("Arcstream Shares") shall be cancelled and retired and no shares of CFCC, cash or other consideration shall be paid or delivered in exchange therefor. As of the Effective Date, all of the shares of each class and series of capital stock of CFCC ("CFCC Shares") issued and outstanding immediately prior thereto shall, by virtue of the Merger and without any action on the part of the holder thereof, continue unchanged and remain outstanding. Since the shareholders of Arcstream and CFCC are the same, and all of the Arcstream Shares issued and outstanding immediately prior to the Effective Date are owned by Arcstream's shareholders in the same proportion as CFCC's shareholders ownership of the CFCC Shares, no conversion of the issued and outstanding Arcstream Shares into CFCC Shares is necessary, and no additional shares of common stock of the CFCC Shares will be issued in connection with the Merger.

7. Transfer of Property. At the Effective Date, all property, real, personal and mixed, of Arcstream, and all debts due, as well as all other things and causes of action belonging to Arcstream, shall be vested in CFCC, and shall thereafter be the property of CFCC as they were of Arcstream, and the title to any real property vested by deed or otherwise, shall not revert or be in any way impaired by reason of the Merger, but rather shall immediately vest in CFCC without further action by Arcstream or CFCC. All rights of creditors and all liens upon any property of Arcstream shall be preserved unimpaired, and all debts, liabilities and duties of Arcstream that have merged shall attach to CFCC and may be enforced against CFCC to the same extent as if the debts, liabilities and duties had been incurred or contracted by CFCC.


IN WITNESS WHEREOF, the foregoing Plan of Merger is hereby executed as of the day and year first above written.



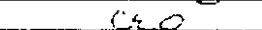
**CENTRAL FLORIDA CABLE  
COMMUNICATIONS, INC.**

  
Witness

By:   
Name:   
Title: 

**ARCSTREAM INC.**

  
Witness

By:   
Name:   
Title: 

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