## Florida Department of State

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## MERGER OR SHARE EXCHANGE

Amcom Software, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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**EXAMINER** 

## ARTICLES OF MERGER OF COMMTECH WIRELESS MARKETING, INC. OTAL DAY HILM AMCOM SOFTWARE, INC.

Pursuant to Section 607.1105 of the Florida Business Corporation Act, the undersigned Christopher Heim, Chief Executive Officer each of Amcom Software, Inc., a Delaware corporation (the "Company") and Commtech Wireless Marketing, Inc., a Florida corporation and a wholly owned subsidiary of the Company (the "Subsidiary"), hereby certifies on behalf of the Company and the Subsidiary as follows:

- The constituent corporations are: Amcom Software, Inc., a Delaware corporation and Commtech Wireless Marketing, Inc., a Florida corporation.
  - The surviving corporation shall be the Company. 2.
- The certificate of incorporation of the Company shall be the certificate of incorporation of the surviving corporation.
  - 4. The merger shall be effective at 11:59 p.m., Eastern Time, on March 31, 2010.
- The Board of Directors of the Company duly adopted the Plan of Merger attached hereto as Exhibit A for the merger into the Company of the Subsidiary on March. 25, 2010.
- Approval of the shareholders of the Subsidiary was not required pursuant to 607.1104 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the Company and the Subsidiary have caused these Articles of Merger to be executed by Christopher Heim, the Chief Executive Officer of each of the Company and the Subsidiary, this 25th day of March, 2010, to be effective at 11:59 p.m., Eastern Time, on March 31, 2010.

> AMCOM SØFTWARE, INC. Chief Executive Officer

COMMTECH WIRELESS MARKETING, INC.

Christopher Heim

Chief Executive Officer

## AGREEMENT AND PLAN OF MERGER OF COMMTECH WIRELESS MARKETING, INC. WITH AND INTO AMCOM SOFTWARE, INC.

- A. Amcom Software, Inc. ("Parent"), a Delaware corporation and owner of all of the outstanding shares of Commtech Wireless Marketing, Inc., a Florida corporation (the "Subsidiary"), hereby authorizes that the Subsidiary be merged with and into Parent (the "Merger") pursuant to the provisions Section 253 of the General Corporation Law of the State of Delaware (the "DGCL").
- B. The jurisdiction of organization of Parent is the State of Delaware. The jurisdiction of organization of the Subsidiary is Florida.
- C. The separate existence of the Subsidiary shall cease upon the effective date of the merger pursuant to the provisions of the DGCL and the Florida Business Corporation Act, and Parent shall continue its existence as the surviving corporation pursuant to the provisions of the DGCL.
- D. The certificate of incorporation of Parent shall be the certificate of incorporation of the surviving corporation.
- E. Upon the effective date of the merger, all outstanding shares of each class and series of stock of the Subsidiary shall be canceled and no shares of Parent shall be issued in lieu thereof.
- F. The Merger shall become effective as of 11:59 p.m., Eastern Time, on March 31, 2010.
- G. The Board of Directors and proper officers of Parent and the Subsidiary are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Agreement and Plan of Merger or of the merger herein provided for.