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EXAMINER



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CORPORATION SERVICE COMPANY

EFFECTIVE DATE 6/29/2012

ACCOUNT NO. : I20000000195

REFERENCE : 254589 4322384

AUTHORIZATION

COST LIMIT : \$ 60.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 JUN 27 AM 10 18

ORDER DATE : June 26, 2012

ORDER TIME : 9:40 AM

ORDER NO. : 254589-005

CUSTOMER NO: 4322384

ARTICLES OF MERGER

COLEMAN TECHNOLOGIES, LLC

INTO

PRESIDIO NETWORKED SOLUTIONS,
INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Stephanie Milnes

EXAMINER'S INITIALS: _____

EFFECTIVE DATE 6/29/2012

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 JUN 27 AM 10:18

STATE OF FLORIDA
ARTICLES OF MERGER

Merging

COLEMAN TECHNOLOGIES, LLC
a Florida limited liability company

L11000607606

with and into

PRESIDIO NETWORKED SOLUTIONS, INC.
a Florida corporation

June 27, 2012

Pursuant to the provisions of the Florida Business Corporation Act (the "FBCA"), the following Articles of Merger (the "Articles of Merger") have been duly adopted and are submitted in accordance with Section 607.1109 of the FBCA:

FIRST: The exact name, jurisdiction, and form/entity type for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Presidio Networked Solutions, Inc.	Florida	Corporation
Coleman Technologies, LLC	Florida	Limited liability company

SECOND: The exact name, jurisdiction, and form/entity type of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Presidio Networked Solutions, Inc.	Florida	Corporation

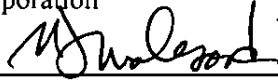
THIRD: The Plan of Merger attached hereto as Exhibit A was approved by each party to the merger in accordance with the applicable provisions of Chapters 607 and 608 of the Florida Statutes.

FIFTH: The effective date of the merger shall be June 29, 2012.

[Signature page follows]

IN WITNESS WHEREOF, these Articles of Merger have been executed as of the date above first written.

PRESIDIO NETWORKED SOLUTIONS, INC.,
a Florida corporation

By: 
Name: Michael Malesardi
Title: Assistant Treasurer

COLEMAN TECHNOLOGIES, LLC,
a Florida limited liability company

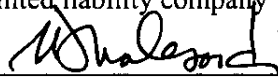
By: 
Name: Michael Malesardi
Title: Assistant Treasurer

Exhibit A
Plan of Merger

PLAN OF MERGER

THIS PLAN OF MERGER (this "Agreement") dated as of June 27, 2012 is by and between Coleman Technologies, LLC, a Florida limited liability company ("CT"), and Presidio Networked Solutions, Inc., a Florida corporation ("PNSI").

RECITALS

WHEREAS, the sole member and Board of Managers of CT and the Board of Directors of PNSI have deemed it advisable and in the best interests of their respective companies and, in the case of CT, its sole member, to enter into a business combination by means of merger of CT with and into PNSI under the terms of this Agreement and have approved and adopted this Agreement;

NOW, THEREFORE, in consideration of the premises and mutual covenants hereinafter set forth and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereby agrees as follows:

SECTION 1 THE MERGER AND OTHER TRANSACTIONS

Section 1.1 The Merger. Upon the terms and subject to the conditions hereof, and in accordance with the Florida Business Corporations Act (the "FBCA"), CT shall be merged with and into PNSI as of the Effective Date (as hereinafter defined) (the "Merger"). Following the Merger, and pursuant to the FBCA, PNSI shall continue as the surviving corporation (sometimes referred to herein as the "Surviving Corporation") and the separate corporate existence of CT shall automatically cease without further action on the part of PNSI or CT.

Section 1.2 Effective Date. The Merger shall be effective June 29, 2012 (the "Effective Date") following the filing of the Articles of Merger with the Florida Department of State in accordance with the FBCA.

Section 1.3 Articles of Incorporation and Bylaws. The Articles of Incorporation and Bylaws of PNSI immediately before the Effective Date shall be the Articles of Incorporation and Bylaws of the Surviving Corporation immediately after the Effective Date.

Section 1.4 Directors and Officers. The directors and officers of PNSI immediately before the Effective Date shall be the directors and officers of the Surviving Corporation immediately after the Effective Date, each to hold office in accordance with the Surviving Corporation's Articles of Incorporation and Bylaws.

Section 1.5 Merger Consideration and Conversion of Interests. Upon the filing of the Articles of Merger with the Florida Department of State in accordance with the FBCA, (a) all membership interests of CT, and all rights to acquire membership interests of CT, outstanding as of immediately before the Effective Date shall be deemed cancelled and (b) PNSI, as the Surviving Corporation, shall assume all of the obligations of CT.

Section 1.6 Further Actions. If, at any time after the Effective Date, any further action is necessary or desirable to vest the Surviving Corporation with full right, title and possession to all assets, property, rights, privileges, powers and franchises of PNSI and CT, the officers and directors from time to time of the Surviving Corporation are fully authorized in the name of PNSI and CT, as the case may be, or otherwise to take, and will take, all such lawful and necessary actions as are consistent with this Agreement.

SECTION 2 CONDITIONS TO EACH PARTY'S OBLIGATION TO CLOSE

Section 2.1 Closing Conditions. The respective obligations of each party to consummate the Merger are subject to satisfaction of the condition that the Articles of Merger, this Agreement, and the Merger have been approved and adopted by the Board of Directors of PNSI and the Board of Managers and sole member of CT in accordance with Florida Statutes and each entity's bylaws or operating agreement, as applicable.

SECTION 3 MISCELLANEOUS

Section 3.1 Amendment; Waiver. This Agreement may be amended only by an instrument signed by each party hereto, and any provision hereof may be waived only by an instrument signed by each party benefitted by such provision.


Section 3.2 Entire Agreement. This Agreement and any collateral agreements executed in connection with the consummation of the transactions contemplated herein constitute the entire agreement between the parties with respect to the transactions contemplated hereby, and supersede all prior agreements and understandings, written or oral, with respect thereto.

Section 3.3 Governing Law. This Agreement shall be governed and construed in accordance with the laws of the State of Florida, exclusive of its choice of law rules.

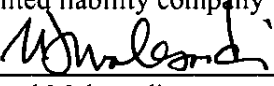
[Signature page follows]

IN WITNESS WHEREOF, this Agreement has been executed as of the date above first written.

PRESIDIO NETWORKED SOLUTIONS, INC.,
a Florida corporation

By: 
Name: Michael Malesardi
Title: Assistant Treasurer

COLEMAN TECHNOLOGIES, LLC,
a Florida limited liability company

By: 
Name: Michael Malesardi
Title: Assistant Treasurer