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18 AUG 13 AM 9:20  
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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 14, 2018

FLORIDA FILING & SEARCH SERVICES, INC.  
DATS OF MARYLAND & VIRGINIA, INC.

SUBJECT: DATS OF MARYLAND & VIRGINIA, INC.  
Ref. Number: P02000081538

We have received your document . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

THE CURRENT NAME OF THE ENTITY IS AS REFERENCED ABOVE.  
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Susan Tallent  
Regulatory Specialist II

Letter Number: 318A00016778

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**155 Office Plaza Dr Ste A Tallahassee FL 32301**

**PHONE: (800) 435-9371; FAX: (866) 860-8395**

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**DATE: 8/13/18**

**NAME: DATS OF MARYLAND AND VIRGINIA, INC.**

**TYPE OF FILING: MERGER**

**COST: 70.00**

**RETURN: PLAIN COPY PLEASE**

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**ACCOUNT: FCA000000015**

**AUTHORIZATION: ABBIE/PAUL HODGE**

*Abbie Hodge*

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AGREEMENT AND ARTICLES OF MERGER BETWEEN  
DATS NEWCORP, Inc.  
A Maryland Corporation  
AND

DATS of Maryland & Virginia, Inc. P0200081538  
A Florida Corporation

FILED  
18 AUG 13 AM 9:20  
CLERK OF COURT  
JUDICIAL CIRCUIT IN AND FOR  
THE COUNTY OF ALBANY, FLORIDA

DATS Newcorp, Inc., a corporation duly organized and existing under the laws of the State of Maryland ("the Maryland Corporation"), and DATS of Maryland & Virginia, Inc., a corporation duly organized and existing under the laws of the State of Florida ("the Florida Corporation"), do hereby certify that:

FIRST: The Maryland Corporation and Florida Corporation agree to merge.

SECOND: The name and place of incorporation of each party to this Agreement and Articles of Merger are DATS Newcorp, Inc., a Maryland corporation, and DATS of Maryland & Virginia, Inc., a Florida corporation. The Maryland Corporation shall be the successor corporation in the merger as a corporation of the State of Maryland.

THIRD: The date of incorporation of the Florida Corporation was July 7, 2002. The Florida Corporation is incorporated under the laws of the State of Florida. The Florida Corporation is registered and qualified to do business in Maryland. The Florida Corporation was registered or qualified to do business in Maryland March 17, 2003.

FOURTH: The Maryland Corporation has its principal office in Maryland in Montgomery County, Maryland. The Florida Corporation has its principal office in Maryland in Montgomery County. The Florida Corporation does not own an interest in land in Maryland.

FIFTH: The terms and conditions of the transaction set forth in this Agreement and Articles of Merger were advised, authorized, and approved by each corporation party to the Agreement and Articles of Merger in the manner and by the vote required by its charter and the laws of the state of its incorporation. The manner of approval was as follows:

(a) The Board of Directors of the Maryland Corporation by written consent dated July 24, 2018, signed by the sole shareholder acting in lieu of the board of directors and filed with the minutes of proceedings, adopted a resolution which approved the Agreement and Articles of Merger, declared that the proposed merger was advisable on substantially the terms and conditions set forth or referred to in the resolution and directed that the proposed merger be submitted for consideration by the stockholders of the Maryland Corporation.

(b) The Board of Directors of Florida Corporation by written consent dated July 24, 2018 signed by all the directors and filed with the minutes of proceedings of the Board of Directors, adopted a resolution which approved the Agreement and Articles of Merger, declared that the proposed merger was advisable on substantially the terms and conditions set forth or referred to in the resolution, and directed that the proposed merger be submitted for consideration by the Shareholders.

(c) By unanimous written consent the Shareholder of the Maryland Corporation approved the Agreement and Articles of Merger.

(d) By unanimous written consent the Shareholder of the Florida Corporation approved the Agreement and Articles of Merger.

SIXTH: The total number of shares of stock of all classes which the Maryland Corporation has authority to issue is five thousand (5000) shares, all of which shares are initially classified as Common Stock (without par value) with authority in the Board of Directors to classify and reclassify any unissued shares. The total number of shares of stock of all classes which the Florida Corporation has authority to issue is One Hundred Thousand (100,000) shares of Common Stock, with a par value of \$.01 per share, and that One Thousand (1,000) shares of Common Stock are issued and outstanding shares, all of which are Common Stock. The aggregate par value of all the shares of stock of all classes of the Florida Corporation is One Thousand Dollars (\$1,000.00).

SEVENTH: The merger does not amend the charter of the successor, the Maryland Corporation.

EIGHTH: The terms and conditions of the merger, the mode of carrying the same into effect, and the manner and basis of converting or exchanging issued stock of the merging corporations into, different stock of a corporation, or other consideration and the treatment of any issued stock of the merging corporations not to be converted or exchanged, are as follows:

(a) The only issued and outstanding share of the Common Stock of the Maryland Corporation prior to the effective date will be one share, which will be held by the Florida Corporation

(b) Each issued and outstanding share of Common Stock of the Florida Corporation on the effective date of the merger, shall upon the effective date of this merger and without further act, be automatically converted into, and become one share of, the Common Stock of the Maryland Corporation.

(c) Certificates representing shares of Common Stock of Florida Corporation before the merger will represent shares of the Common Stock of the Maryland Corporation after the merger and it will not be necessary for stockholders of Florida Corporation to surrender or exchange their existing stock certificates for new stock certificates of the Maryland Corporation Common Stock.

NINTH: The merger shall become effective at 5:00 p.m., on July 25, 2018.

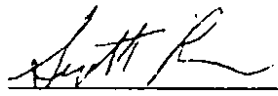
TENTH: The Maryland Corporation agrees that it may be served with process in Florida in any proceeding for enforcement of any obligation of the Florida Corporation, as well as for enforcement of any obligation of the surviving or resulting corporation arising from the merger, and irrevocably appoints the Secretary of State of the State of Florida as its agent to accept service of process in any such suit or other proceedings. The address to which a copy of such process shall be mailed by the Secretary of State of the State of Florida is:

DAT'S Newcorp, Inc.  
7321 Bannockburn Ridge Court  
Bethesda, Maryland 20817

IN WITNESS WHEREOF, DATS Newcorp, Inc and DATS of Maryland & Virginia, Inc, have caused these presents to be signed in their respective names and on their respective behalves by their respective presidents and witnessed by their respective secretaries on July 24, 2018.

WITNESS:


DATS Newcorp, Inc  
A Maryland Corporation

  
\_\_\_\_\_  
Scott Becker, Secretary

By   
\_\_\_\_\_  
Dr. Marvin Becker, President

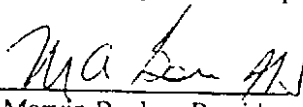
WITNESS:

DATS of Maryland & Virginia, Inc  
A Florida corporation

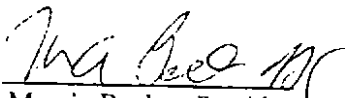
  
\_\_\_\_\_  
Scott Becker, Secretary

By   
\_\_\_\_\_  
Dr. Marvin Becker, President

THE UNDERSIGNED, President of DATS Newcorp Inc, a Maryland corporation, who executed on behalf of the Corporation the foregoing Articles of Merger of which this certificate is made apart, hereby acknowledges in the name and on behalf of said Corporation the foregoing Agreement and Articles of Merger to be the corporate act of said Corporation and hereby certifies that to the best of his knowledge, information and belief the matters and facts set forth therein with respect to the authorization and approval thereof are true in all material respects under the penalties of perjury.

By   
Dr. Marvin Becker, President

THE UNDERSIGNED, President of DATS of Maryland & Virginia, Inc, a Florida corporation, who executed on behalf of the Corporation the foregoing Agreement and Articles of Merger of which this certificate is made a part, hereby acknowledges in the name and on behalf of said Corporation the foregoing Agreement and Articles of Merger to be the corporate act and deed of said Corporation and hereby certifies that to the best of his knowledge, information, and belief the matters and facts set forth therein with respect to the authorization and approval thereof are true in all material respects under the penalties of perjury

By   
Dr. Marvin Becker, President