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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2015 AUG 14 AM 9:08

RECEIVED  
15 AUG 14 AM 10:53  
DIVISION OF CORPORATIONS

EFFECTIVE DATE

Sept 1, 2015

Melger

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 747134 5044343

AUTHORIZATION : *[Signature]*

COST LIMIT : \$78.75

ORDER DATE : August 14, 2015

ORDER TIME : 9:56 AM

ORDER NO. : 747134-005

CUSTOMER NO: 5044343

ARTICLES OF MERGER

MEGACONVENTION, INC.

INTO

INFORMA POP CULTURE EVENTS,  
INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX \_\_\_\_\_ CERTIFIED COPY  
\_\_\_\_\_ PLAIN STAMPED COPY

CONTACT PERSON: Courtney Williams

EXAMINER'S INITIALS:

*10*

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Informa Pop Culture Events, Inc.

\_\_\_\_\_  
Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Patricia Peter

\_\_\_\_\_  
Contact Person

Informa

\_\_\_\_\_  
Firm/Company

711 3rd Avenue, 8th Floor

\_\_\_\_\_  
Address

New York, NY 10017

\_\_\_\_\_  
City/State and Zip Code

patty.giardina-peter@informausa.com

\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Patricia Peter

\_\_\_\_\_  
Name of Contact Person

At ( 917 ) 332-2185

\_\_\_\_\_  
Area Code & Daytime Telephone Number



Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

**STREET ADDRESS:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

EFFECTIVE DATE  
Sept 1, 2015

**ARTICLES OF MERGER**  
(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Informa Pop Culture Events, Inc.	Delaware	

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Megaconvention, Inc.	Florida	P03000140519

FILED STATE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2015 AUG 14 AM 9:00

**Third:** The Plan of Merger is attached.

**Fourth:** The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

**OR** 09 / 01 / 2015 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

**Fifth:** Adoption of Merger by **surviving** corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on August 13, 2015.

The Plan of Merger was adopted by the board of directors of the surviving corporation on \_\_\_\_\_ and shareholder approval was not required.

**Sixth:** Adoption of Merger by **merging** corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on August 13, 2015.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on \_\_\_\_\_ and shareholder approval was not required.

(Attach additional sheets if necessary)

**Seventh: SIGNATURES FOR EACH CORPORATION**

Name of Corporation

Signature of an Officer or Director


Typed or Printed Name of Individual & Title

Informa Pop Culture Events, Inc.

*[Signature]*

Thomas C. Etter, Vice President

Megaconvention, Inc.



Thomas C. Etter, Vice President

**Agreement and Plan of Merger  
of  
Megaconvention, Inc., a Florida corporation  
into  
Informa Pop Culture Events, Inc., a Delaware corporation**

AGREEMENT AND PLAN OF MERGER by and between Megaconvention, Inc., a corporation of the State of Florida ("Megacon"), and Informa Pop Culture Events, Inc., a corporation of the State of Delaware ("Informa").

1. Pursuant to the provisions of the Florida Business Corporation Act and of the Delaware Corporation Law, Megacon will be merged with and into Informa, with Informa being the surviving corporation (sometimes hereinafter referred to as the "surviving corporation"), which shall continue to exist as said surviving corporation pursuant to the provisions of the Delaware Corporation Law. The merger shall be effective as of September 1, 2015 (the "Effective Date"). The separate existence of Megacon, which is sometimes hereinafter referred to as the "terminating corporation", shall cease upon said Effective Date.

2. The certificate of incorporation of the surviving corporation upon the Effective Date of the merger shall be the certificate of incorporation of said surviving corporation in effect immediately prior to the Effective Date; and said certificate of incorporation shall continue in full force and effect until amended in the manner prescribed by the provisions of the Delaware Corporation Law.

3. The bylaws of the surviving corporation upon the Effective Date of the merger will be the bylaws of said surviving corporation in effect immediately prior to the Effective Date and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the Delaware Corporation Law.

4. The board of directors and officers in office of the surviving corporation upon the Effective Date of the merger shall be the members of the board of directors and the officers of the surviving corporation as of the Effective Date of the merger, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.

5. Each issued share of the terminating corporation shall, upon the Effective Date of the merger, be extinguished and shall cease to exist. The issued shares of the surviving corporation shall not be converted in any manner, but each said share which is issued as of the Effective Date of the merger shall continue to represent one issued share of the surviving corporation.

6. The Agreement and Plan of Merger herein made and approved shall be submitted to the respective board of directors and shareholders of the terminating corporation and of the surviving corporation for their approval or rejection in the manner prescribed by the provisions of the Florida Business Corporation Act and of the Delaware Corporation Law.

7. In the event that this Agreement and Plan of Merger shall have been approved by the board of directors and shareholders entitled to vote of the terminating corporation and of the surviving corporation in the manner prescribed by the provisions of the Florida Business Corporation Act and of the Delaware Corporation Law, the terminating corporation and the surviving corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Florida and of the State of Delaware, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

8. The board of directors and the proper officers of the terminating corporation and of the surviving corporation, respectively, 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.

In Witness Whereof, the undersigned corporations have duly executed this Agreement and Plan of Merger this 13<sup>th</sup> day of August, 2015.

Megaconvention, Inc., a Florida corporation

By: 

Name: Thomas C. Etter

Title: Vice President

Informa Pop Culture Events, Inc., a Delaware corporation

By: 

Name: Thomas C. Etter

Title: Vice President