

**P0300014476**

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From: Account Name : TESCHER, LIPPMAN & VALINSKY  
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TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**Mergerco, Inc.**

Certificate of Status	0
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FAX AUDIT # H03000328854 3  
Prepared By: Tescher Lippman & Valinsky  
100 Northeast Third Avenue, Suite 610  
Fort Lauderdale, FL 33301  
(954) 467-1964  
Jay L. Valinsky FL Bar No. 0625109

ARTICLES OF INCORPORATION

OF

MERGERCO, INC.

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I  
CORPORATE NAME

The name of this Corporation shall be: Mergerco, Inc.

ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is:

7900 Glades Road, Suite 610  
Boca Raton, FL 33434

ARTICLE III  
CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 100,000 shares of common stock, \$.001 par value per share.

In accordance with Section 607.10025(7) of the Florida Business Corporation Act, upon the effectiveness of a combination, as such term is defined in Section 607.10025(1) of such Act, the authorized shares of the classes or series affected by the combination shall not be reduced or otherwise affected by the percentage by which the issued shares of such class or series were reduced as a result of the combination.

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ARTICLE IV  
REGISTERED AGENT AND  
INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

David Miller  
7691 Porto Vecchio Place  
Boca Raton, FL 33446

ARTICLE V  
INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

David Miller  
7691 Porto Vecchio Place  
Boca Raton, FL 33446

ARTICLE VI  
INDEMNIFICATION

This Corporation shall indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

ARTICLE VII  
AFFILIATED TRANSACTIONS

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

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ARTICLE VIII  
CONTROL SHARE ACQUISITIONS

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

INCORPORATOR:

  
David Miller

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.

REGISTERED AGENT:

  
David Miller

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