# P03000145597

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Merger

C. Courtiette SEP 2 4 2007

# **COVER LETTER**

TO: Amendment Section Division of Corporations	•
SUBJECT: Interactive Games, Inc.	
(Name of Surviving Corporation)	
The enclosed Articles of Merger and fee are submitted for for Please return all correspondence concerning this matter to f	
Ranga Nutakki, Esq. (Contact Person)	
Maslon Edelman Borman & Brand, LLP  (Firm/Company)	
3300 Wells Fargo Center, 90 So. Seventh St.	
Minneapolis, MN 55402-4140 (City/State and Zip Code)	
For further information concerning this matter, please call:	
Ranga Nutakki, Esq. At (6	(Area Code & Daytime Telephone Number)
Certified copy (optional) \$8.75 (Please send an additional	l 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

# 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 sur	rviving corporation:	
Name	Jurisdiction	<u>Document Number</u> (If known/applicable)
Interactive Games, Inc.	Florida	P03000145597
Second: The name and jurisdiction of each	merging corporation:	
Name	<u>Jurisdiction</u>	Document Number (If known/ applicable)
JamDirect, Inc.	Florida	P05008120409
		O7 SEP SECRE TALLAH
	-	P 18
Third: The Plan of Merger is attached.		PM 2: OF ST
Fourth: The merger shall become effective Department of State.	e on the date the Articles of Mer	
OR / / (Enter a specification 90 days a	c date. NOTE: An effective date cannoter merger file date.)	ot be prior to the date of filing or more
Fifth: Adoption of Merger by surviving of The Plan of Merger was adopted by the shared the shared statement of the shared stat		
The Plan of Merger was adopted by the boa June 26, 2007 and shareholder	rd of directors of the surviving c approval was not required.	corporation on
Sixth: Adoption of Merger by merging con The Plan of Merger was adopted by the share		
The Plan of Merger was adopted by the boa	rd of directors of the merging co	orporation(s) on

(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
JamDirect, Inc.  Interactive Games, Inc.	MASS OF THE PARTY	Brichal Fredren, Pasid t

### **PLAN OF MERGER**

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

Name	<u>Jurisdiction</u>
Interactive Games, Inc.	Florida
Second: The name and jurisdiction of e	each merging corporation:
Name	<u>Jurisdiction</u>
JamDirect, Inc.	Florida

Third: The terms and conditions of the merger are as follows:

First: The name and jurisdiction of the surviving corporation:

JamDirect, Inc. shall merge with and into Interactive Games, Inc., and the separate existence of JamDirect, Inc. shall cease. The Articles of Incorporation of Interactive Games, Inc. shall be the Articles of Incorporation of the surviving corporation and the bylaws of Interactive Games, Inc. shall be the bylaws of the surviving corporation. The board of directors and officers of Interactive Games, Inc. at the time of the merger shall be the board of directors and officers of the surviving corporation.

Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

Each outstanding share of JamDirect, Inc. common stock shall be converted into the same number of shares of common stock in Interactive Games, Inc.

(Attach additional sheets if necessary)

# THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

#### <u>OR</u>

Restated articles are attached:

Other provisions relating to the merger are as follows: