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MERGER OR SHARE EXCHANGE INSEARCH.NET INC.

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**ARTICLES OF MERGER
OF
INSEARCH ACQUISITION CORP.
WITH AND INTO
INSEARCH.NET INC.**

The following Articles of Merger are being submitted in accordance with Section 607.1105 of the Florida Statutes:

FIRST: The name, street address of its principal office, jurisdiction, and entity type of the merging corporation (the "Merged Corporation") is as follows:

<u>Name and Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Insearch Acquisition Corp. c/o Celerity Partners IV, LLC 1901 Avenue of the Stars, Suite 400 Los Angeles, CA 90067	Florida	Corporation

Florida Document/Registration Number: F12000098869

SECOND: The name, street address of its principal office, jurisdiction, and entity type of the surviving corporation ("Surviving Corporation") is as follows:

<u>Name and Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Insearch.Net Inc. 4751 66 th Street N. Saint Petersburg, FL 33709	Florida	Corporation

Florida Document/Registration Number: P08000017526

THIRD: The Agreement and Plan of Merger (the "Merger Agreement") was approved by each corporation that is a party to the merger in accordance with the applicable provisions of Chapter 607 of the Florida Statutes, and is on file at an office of the Surviving Corporation, the address of which is 4751 66th Street North, Saint Petersburg, Florida 33709.

FOURTH: The attached Plan of Merger was approved by all of the directors and the sole shareholder of the Merged Corporation on December 17, 2012.

FIFTH: The attached Plan of Merger was approved by all of the directors and all of the shareholders of the Surviving Corporation on December 17, 2012.


SIXTH: These Articles of Merger shall be effective (the "Effective Date") upon delivery of confirmation by the Florida Department of State of the filing and acceptance of these Articles of Merger; provided, however, the effectiveness of these Articles of Merger shall be further conditioned upon the simultaneous merger of Meridian Acquisition Corp., a Florida corporation (FL Document

No. P12000098860), with and into Meridian Research, Inc., a Florida corporation (FL Document No. P00000009575).

SEVENTH: This merger is permitted by all laws of the State of Florida and is not prohibited by the Articles of Incorporation or Bylaws of the Surviving Corporation or the Articles of Incorporation or Bylaws of the Merged Corporation.

These Articles of Merger comply with and were executed in accordance with the laws of the State of Florida this 17th day of December, 2012.

INSEARCH ACQUISITION CORP.,
a Florida corporation


Mark R. Benham, President

"Merged Corporation"

INSEARCH.NET INC.,
a Florida corporation

By _____
Cathy McWicker Collins, Chief Executive Officer

"Surviving Corporation"

No. P12000098866), with and into Meridian Research, Inc., a Florida corporation (FL Document No. P00000009575).

SEVENTH: This merger is permitted by all laws of the State of Florida and is not prohibited by the Articles of Incorporation or Bylaws of the Surviving Corporation or the Articles of Incorporation or Bylaws of the Merged Corporation.

These Articles of Merger comply with and were executed in accordance with the laws of the State of Florida this 17th day of December, 2012.

INSEARCH ACQUISITION CORP.,
a Florida corporation

By _____
Mark R. Benham, President

"Merged Corporation"

INSEARCH.NET INC.,
a Florida corporation

By _____
Cathy McWicker Collins, Chief Executive Officer

"Surviving Corporation"

PLAN OF MERGER

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.

FIRST: The name and jurisdiction of the Surviving Corporation:

<u>Name</u>	<u>Jurisdiction</u>
Insearch.Net Inc.	Florida

SECOND: The name and jurisdiction of the Merging Corporation:

<u>Name</u>	<u>Jurisdiction</u>
Insearch Acquisition Corp.	Florida

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

(a) At the Effective Time, pursuant to the Articles of Merger and the Florida Business Corporation Act, the separate existence of the Merging Corporation will cease, all the property, rights, privileges and powers of both the Merging Corporation and Surviving Corporation will be vested in the Surviving Corporation, and all debts, liabilities and duties of both the Merging Corporation and Surviving Corporation will become the debts, liabilities and duties of the Surviving Corporation (the "Merger").

(b) At the Effective Time, the articles of incorporation of the Surviving Corporation will be amended and restated to be substantially identical to the articles of incorporation of the Merging Corporation, until thereafter changed or amended as provided therein or by applicable law.

(c) At the Effective Time of the Merger, the bylaws of the Merging Corporation will become the bylaws of the Surviving Corporation.

(d) The directors of the Merging Corporation immediately prior to the Effective Time will become the directors of the Surviving Corporation and the officers of the Merging Corporation will become the officers of the Surviving Corporation, in each case until their respective successors are duly elected and qualified.

FOURTH: The manner and basis of converting the shares of the Merging Corporation into shares of the Surviving Corporation and shares of the Surviving Corporation into cash or other property (the "Merger Consideration") are as follows:

(a) As of the Effective Time, by virtue of the Merger and without further action on the part of any party to the Merger, each share of common stock of the Merging Corporation that is issued and outstanding immediately prior to the Effective Time will become a fully paid and non-assessable share of common stock of the Surviving Corporation.

(b) As of the Effective Time, by virtue of the Merger and without any further action on the part of any party to the Merger, each issued and outstanding share of the Surviving Corporation will be cancelled and converted into the right to receive the Merger Consideration pursuant to the terms of the Merger Agreement.