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(Business Entity Name)

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EXAMINER



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12/30/11--01027--009 \*\*78.75

*Merger*

FILED  
11 DEC 30 PM 3:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



Via Federal Express

December 29, 2011

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

Re: Avalon Global Solutions, Inc.

To Registration Section:

Attached please find the Articles of Merger and Plan of Merger for the merger of Comstructure, LLC, a Delaware limited liability company into Avalon Global Solutions, Inc., a Florida Corporation. I have enclosed a check for \$78.75 which represents the fee for the two parties involved and I am requesting a certified copy be sent to:

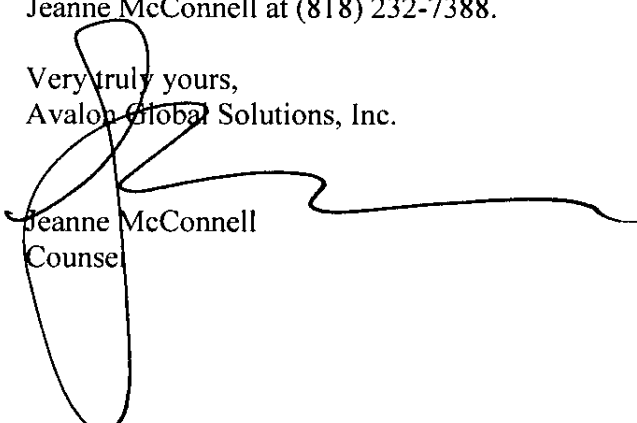
Jeanne McConnell  
Counsel  
Avalon Global Solutions, Inc.  
5950 Canoga Avenue, Suite 500  
Woodland Hills, CA 91367

Avalon Global Solutions registered agent shall remain William Shoemaker located at 1000 Corporate Dr., Suite 300, Ft. Lauderdale, FL 33334. His email address is [weshoemaker@gmail.com](mailto:weshoemaker@gmail.com).

For further information concerning this matter, please call:

Jeanne McConnell at (818) 232-7388.

Very truly yours,  
Avalon Global Solutions, Inc.

A large, stylized handwritten signature in black ink, consisting of several loops and a long horizontal stroke extending to the right.  
Jeanne McConnell  
Counselor

# **ARTICLES OF MERGER**

**(Profit Corporation)**

The following Articles of Merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Sections 607.1105 and 608.4401 of the Florida Statutes

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

<b><u>Name</u></b>	<b><u>Jurisdiction</u></b>	<b><u>Document Number</u></b>
Avalon Global Solutions, inc.	Florida	P09000015568

**Second:** The name and jurisdiction of the merging limited liability company:

<b><u>Name</u></b>	<b><u>Jurisdiction</u></b>	<b><u>Document Number</u></b>
Comstructure, LLC	Delaware	3345494

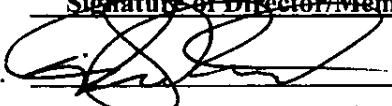
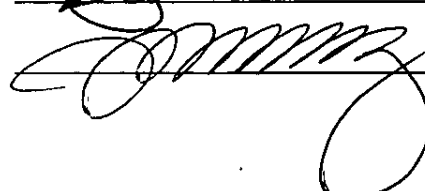
**Third:** The Plan of Merger is attached.

**Fourth:** The effective date of the merger is December 30, 2011.

**Fifth:** Adoption of Merger by the surviving corporation. The Plan of Merger was adopted by the directors of the surviving corporation on December 30, 2011 and shareholder approval was not required.

**Sixth:** Adoption of Merger by the merging limited liability company. The Plan of Merger was adopted by the members of the limited liability company on December 30, 2011.

**Seventh:** Signatures for each corporation

<b><u>Name of Business Entity</u></b>	<b><u>Signature of Director/Member</u></b>	<b><u>Name and Title of Signer</u></b>
Avalon Global Solutions, Inc.		David Russie, Director
Comstructure, LLC		Mark Goettling, Member

FILED  
11 DEC 30 PM 3:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# **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.

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

<b><u>Name</u></b>	<b><u>Jurisdiction</u></b>
Avalon Global Solutions, Inc. 2 Eaton St, Suites 800/807 Hampton, VA 23669	Florida

**Second:** The name and address of the merging limited liability company.

<b><u>Name</u></b>	<b><u>Jurisdiction</u></b>
Comstructure, LLC 5950 Canoga Avenue, Suite 500 Woodland Hills, CA 91367	Delaware

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

- a) Comstructure, LLC. shall be merged into Avalon Global Solutions, Inc.
- b) The members of Comstructure, LLC received as of the effective date, for their 899,229 units an amount equal to \$2,000,000 or .445/unit.

**Fourth:** The manner and basis of converting the shares of each corporation into shares of the surviving corporation, in whole or in part, are as follows:

There will not be any share or membership unit conversion.

A handwritten signature in black ink, consisting of stylized, overlapping loops and strokes, located in the bottom right corner of the document.