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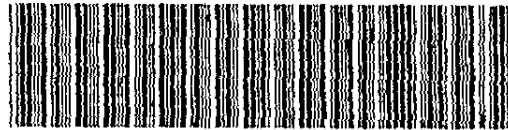
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IN THE CIRCUIT COURT OF THE
FOURTH JUDICIAL CIRCUIT, IN AND
FOR DUVAL COUNTY, FLORIDA

CASE NO.: 16-2013-CA-010572-XXXX-MA

IN RE:

ALLY HR GROUP, INC.,
and ALLY ACQUISITION GROUP, INC.,
a Florida corporation,

FILED
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CLERK OF COURT
DUVAL COUNTY, FLORIDA

ORDER VACATING ARTICLES OF MERGER OF FLORIDA CORPORATIONS

THIS MATTER came before the Court on the Joint Motion for Summary Judgment/Order Vacating Articles of Merger of Florida Corporations filed by Petitioners, ALLY HR GROUP, INC. and ALLY ACQUISITION GROUP, INC. (the "Joint Motion"). Having considered the Joint Motion, lack of opposition to the relief requested, and being otherwise informed of the matters properly before the Court, it is hereby


ORDERED AND ADJUDGED, as follows:

1. Petitioners' Joint Motion is GRANTED.
2. ~~The Court finds that~~ the Articles of Merger filed on February 26, 2013 with the State of Florida, Department of State, by Ally HR Group, Inc. and Ally Acquisition Group, Inc. (the "Articles of Merger"), and the merger contemplated therein, are vacated and void, *ab initio*.
3. Accordingly, Ally HR Group, Inc. is reinstated as a Florida corporation as of the time immediately prior to the filing of the Articles of Merger. The Court directs the Florida Department of State, Division of Corporations (the "Department"), to reinstate Ally HR Group, Inc. as an active Florida corporation as of the time immediately prior to the filing of the Articles

of Merger, and to change the status of Ally HR Group, Inc. in the Department's records to "Active."

DONE AND ORDERED in Chambers, at Jacksonville, Duval County, Florida, this

12th day of December 2013.


Karen Cole, Circuit Judge

Copies furnished to:

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