Division of Corporations Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H11000186664 3)))



H110001888643ABC0

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.

Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number

: (850)617-6380

From:

Account Name : KIRK PINKERTON, A PROFESSIONAL ASSOCIATION

Account Number : 071670002600 Phone : (941)364-2481

Fax Number : (941)364-2490

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address:

david@liveoakmm.com

RECEIVED

1 JUL 22 AH 10: 00

ECRETARY OF STATE
LLAHASSEE, FLORIDA

## MERGER OR SHARE EXCHANGE Live Oak Multimedia, Inc.

| Certificate of Status | 0       |
|-----------------------|---------|
| Certified Copy        | 1       |
| Page Count            | 06      |
| Estimated Charge      | \$78.75 |

Electronic Filing Menu

Corporate Filing Menu

Help

https://efile.sunbiz.org/scripts/efilcovr.exe

7/21/2011

Brown 7-22-11

Jul-22-11 09:46am From-Kirk Pinkerton SN#RCO-012326

Tallahassee, Florida 32301

9413642491

T-302 P 002/006 F-193

Fax Audit No. H11000186664 3

#### **COVER LETTER**

| TO:      | Amendment Division of C |   |                  |         |           |   |                 |
|----------|-------------------------|---|------------------|---------|-----------|---|-----------------|
| SUBJ     | ECT:                    | Live Qak  | <u>Multimed</u>  | ia, In  | C.        |   |                 |
|          |                         | Name of Surviv                                    | ring Corporation |         |           |   |                 |
| The e    | nclosed Articles        | s of Merger and fee are s                         | ubmitted for     | filing. |           |   |                 |
| Please   | e return all corre      | espondence concerning the                         | his matter to    | follow  | /ing:     |   |                 |
|          |                         | David Antoniuk                                    |                  |         |           |   |                 |
|          |                         | Contact Person                                    |                  |         |           |   |                 |
|          | Live                    | Oak Multimedia, Inc.                              | <u></u>          | -       |           |   |                 |
|          |                         | , -   |                  |         |           |   |                 |
|          | 9040                    | Address   |                  | -       |           |   |                 |
|          | Lakewoo                 | od Ranch, Florida 3420<br>City/State and Zip Code | 2                | _       |           |   |                 |
| E        | davi                    | d@liveoakmm.com<br>be used for future annual repo | et notification) | -       |           |   |                 |
| For fu   | rther informatio        | on concerning this matter                         | , please call:   |         |           |   |                 |
|          |                         | vid Antoniuk of Contact Person                    | At (_            | 941     | )         | 539-7538<br>de & Daytime Telephone Numi | ост             |
| <b>V</b> | Certified copy (c       | optional) \$8.75 (Please sen                      | d an addition:   | ıl copy | of your ( | document if a certified cop             | y is requested) |
|          | STREET AD               | DRESS:  |                  | MA      | ILING     | ADDRESS:                                |                 |
|          | Amendment S             |   |                  |         |           | Section                                 |                 |
|          | Division of Co          |   |                  |         |           | Corporations                            |                 |
|          | Clifton Buildi          |   |                  |         | Box 63    |   |                 |
|          | Zodi Executiv           | e Center Circle                                   |                  | i ajja  | nassee,   | 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 su                                      | rviving corporation:   |   |
| <u>Name</u>   | <u>Jurisdiction</u>  | Document Number (If known/ applicable) P11000054342   |
| Live Oak Multimedia, Inc.   | Florida  | P11000054342  |
| Second: The name and jurisdiction of eac  | h merging corporation:   | TO A TO THE TOTAL OF THE TOTAL |
| Name  | <u>Jurisdiction</u>  | Document Number (If known/ applicable)  |
| Live Oak Multimedia, Inc.   | California   | 1860418   |
|   |  |   |
|   |  |   |
|   |  |   |
|   |  | <del></del>   |
| Third: The Plan of Merger is attached.  |  |   |
| Fourth: The merger shall become effective Department of State.                  | re on the date the Articles of Mer                                   | ger are filed with the Florida  |
|   | fic date, NOTE: An effective date canno<br>after merger file date.)  | ot be prior to the date of filing or more   |
| Fifth: Adoption of Merger by surviving The Plan of Merger was adopted by the sh |  |   |
| The Plan of Merger was adopted by the bo  | ard of directors of the surviving c<br>er approval was not required. | corporation on  |
| Sixth: Adoption of Merger by merging control of Merger was adopted by the sh    |  |   |
| The Plan of Merger was adopted by the board and sharehold                       | ard of directors of the merging co<br>er approval was not required.  | orporation(s) on  |

(Attach additional sheets if necessary)

Fax Audit No. H11000186664 3

| Seventh.  | SIGNATURES | FOR FACH  | CORPORATION | ì |
|-----------|------------|-----------|-------------|---|
| OCACHINE! | JUNATURES  | TUR CALII | CORFURATION | 1 |

| Name of Corporation       | Signature of an Officer or Director | Typed or Printed Name of Individual & Title            |
|---------------------------|-------------------------------------|--|
| Live Oak Multimedia, Inc. | Jil a. ath                          | David Antoniuk, PSCEO (FL)  David Antoniuk, PSCEO (CA) |
|                           |                                     |  |
|                           |                                     |  |
|                           | •                                   |  |
|                           |                                     |  |

Fax Audit No. H11000186664 3

# 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 jurisdiction of the survivin | g corporation:      |
|--|---------------------|
| Name   | Jurisdiction        |
| Live Oak Multimedia, Inc.                        | Florida             |
| Second: The name and jurisdiction of each mers   | ging corporation:   |
| Name   | <u>Jurisdiction</u> |
| Live Oak Multimedia, Inc.                        | California          |
|  |                     |
|  |                     |
|  |                     |
|  |                     |

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

The two constituent Corporations shall be a single corporation, which shall be Live Oak Multimedia, Inc., a Florida corporation, as the surviving corporation, and the separate existence of Live Oak Multimedia, Inc., a California corporation shall cease except to the extent provided by the laws of the State of California in the case of a corporation after its merger into another 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 eash or other property are as follows:

On the effective date of the Merger, all shares of Live Oak Multimedia, Inc., a California corporation, shall be deemed canceled, and no additional shares of stock of Live Oak Multimedia, Inc. a Florida corporation, shall be issued. (Attach additional sheets if necessary)

| ul-22-11 | 09:47am     | From-Kirk Pinkerton     | SN#RC0-012326  |
|----------|-------------|-------------------------|----------------|
|          | ** )   Will | LIAM GALLA LIMITAL FAIR | ALL-MAN ALPOPE |

9413642491

T-302 P.006/006 F-193

Fax Audit No. H11000186664 3

### THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached: NONE

### <u>OR</u>

Restated articles are attached:

Other provisions relating to the merger are as follows: NOT APPLICABLE