

PI3000063835

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100279297921

12/30/15--01028--009 **70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
15 DEC 30 AM 7:45

EFFECTIVE DATE
1-1-16

JAN - 17 2015

C LEWIS

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: HIPAA-HITECH-SOLUTIONS, INC.

Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Brad K. Saunders

Contact Person

Brad K. Saunders, P.A.

Firm/Company

1351 Sawgrass Corporate Parkway, Suite 101

Address

Fort Lauderdale, FL 33323

City/State and Zip Code

brad@bkslawoffice.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Brad K. Saunders

Name of Contact Person

At (954) 579-7254

Area Code & Daytime Telephone Number

RECEIVED
15 DEC 29 PM 3:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☐ Certified copy (optional) \$8.75 (Please send an additional 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 **surviving** corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
HIPAA-HITECH-SOLUTIONS, INC.	Florida	P13000063835

Second: The name and jurisdiction of each **merging** corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
24BY7SECURITY, INC.	Florida	P15000037260
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
15 DEC 30 AM 7:45

EFFECTIVE DATE

1-1-16

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR 1 / 1 / 2016 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Fifth: Adoption of Merger by **surviving** corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on December 24, 2015.

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ and shareholder approval was not required.

Sixth: Adoption of Merger by **merging** corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on December 24, 2015.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ and shareholder approval was not required.

(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

HIPAA-HITECH-SOLUTIONS, INC.

Singh

Sanjay Deo, President

24BY7SECURITY, INC.

Sajjad Hussain

Sanjay Deo, President

SECRETARY OF STATE
DIVISION OF CONSULATIONS
15 DEC 30 AM 7:45

PLAN OF MERGER
(Non Subsidiaries)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

15 DEC 30 AM 7:45

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>
HIPAA-HITECH-SOLUTIONS, INC.	Florida

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
24BY7SECURITY, INC.	Florida

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

1. From and after the Effective Date, the separate existence of 24by7Security, Inc. shall cease and 24by7Security, Inc. shall be merged with and into HIPAA-HITECH-SOLUTIONS, INC., which shall continue its corporate existence and be the corporation that survives the merger.
2. From and after the Effective Date, the Articles of Incorporation of HIPAA-HITECH-SOLUTIONS, INC. shall be and remain the Articles of Incorporation of the surviving corporation, except as same shall be amended pursuant to this Plan of Merger.
3. From and after the Effective Date, the Bylaws of HIPAA-HITECH-SOLUTIONS, INC. shall be and remain the Bylaws of the surviving corporation until the same shall be altered, amended, or repealed as provided therein.

(continued on additional sheet)

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:

(Attach additional sheets if necessary)

Additional Sheet to Plan of Merger
24by7Security, Inc. ("merging corporation")
Into
HIPAA-HITECH-SOLUTIONS, INC. ("surviving corporation")

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

4. From and after the Effective Date, the directors and officers of the surviving corporation shall be the directors and officers of HIPAA-HITECH-SOLUTIONS, INC. immediately prior to the Effective Date.

5. From and after the Effective Date:

(a) the surviving corporation shall possess all the rights, privileges, immunities, and franchises of both the surviving corporation and the merging corporation to the fullest extent permitted by law;

(b) all property, real, personal, and mixed, and all debts due on whatever account, and all and every other interest of or belonging to, or due to, the surviving corporation or the merging corporation, shall be vested in the surviving corporation without further act or deed;

(c) title to all real estate and other property, or any interest therein, owned by the surviving corporation or the merging corporation, is vested in the surviving corporation without reversion or impairment;

(d) the surviving corporation shall thenceforth be responsible and liable for all the liabilities and obligations of both the surviving corporation and the merging corporation; and

(e) neither the rights of creditors nor any liens upon the property of either the surviving corporation or the merging corporation shall be impaired by reason of the merger.

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 share of the merging corporation shall be converted into one (1) share of the surviving corporation.

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

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

Article I of the Articles of Incorporation of the surviving corporation is hereby deleted in its entirety and replaced by the following:

"Article I
The name of the corporation is: 24by7Security, Inc."

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
15 DEC 30 AM 7:46