

6/24/2014

Division of Corporations

Florida Department of State

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To:

Division of Corporations  
Fax Number : (850)617-6380

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
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 FLORIDA DEPARTMENT OF STATE  
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**MERGER OR SHARE EXCHANGE**  
**BV Acquisition Sub, Inc.**

Certificate of Status	0
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14 JUN 24 PM 3:29

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merger

6-25-14

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*Darlene  
Thank You!!!*



June 25, 2014

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

BV ACQUISITION SUB, INC.  
2770 INDIAN RIVER BOULEVARD, SUITE 400  
VERO BEACH, FL 32960

SUBJECT: BV ACQUISITION SUB, INC.  
REF: P14000053456

*Please keep  
Original date of 6/24  
Submission*

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

IN THE PLAN OF MERGER THE NAME OF THE SURVIVING CORPORATION IS INCORRECT, IN THE HEADING OF THE DOCUMENT AND ALSO ON THE LAST PAGE OF THE PLAN ABOVE THE SIGNATURE FOR THE SURVIVING CORPORATION. THE NAME IS LISTED AS "BV ACQUISITION, INC." AND IT SHOULD BE "BV ACQUISITION SUB, INC."

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Darlene Connell  
Regulatory Specialist II

FAX Aud. #: E14000151194  
Letter Number: 214A00013745

**ARTICLES OF MERGER  
OF  
ACCELLER, INC.  
(a Florida corporation)  
WITH AND INTO  
BV ACQUISITION SUB, INC.  
(a Florida corporation)**

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14 JUN 24 PM 3:29

Pursuant to Section 607.1105 of the Florida Business Corporation Act (the "Florida Act"), these Articles of Merger provide as follows:

**ARTICLE I  
State of Incorporation; Constituent Entities**

The name, entity type and state of incorporation of each of the constituent entities of the merger is as follows:

<u>Name</u>	<u>Entity Type</u>	<u>State of Organization</u>
BV Acquisition Sub, Inc.	corporation	Florida
Acceller, Inc.	corporation	Florida

**ARTICLE II  
Surviving Entity**

BV Acquisition Sub, Inc. shall be the surviving entity.

**ARTICLE III  
Plan of Merger**

The Plan of Merger providing for the merger of Acceller, Inc. with and into BV Acquisition Sub, Inc. is attached hereto as Exhibit A (the "Plan of Merger").

**ARTICLE IV  
Approval of the Plan of Merger**

In accordance with the Florida Act, the Plan of Merger was duly approved and adopted by the Board of Directors and the stockholders of BV Acquisition Sub, Inc. on June 23, 2014, pursuant to actions by written consent in accordance with Sections 607.0821 and 607.0704, respectively, of the Florida Act.

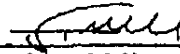
In accordance with the Florida Act, the Plan of Merger was duly approved and adopted by the Board of Directors and the stockholders of Acceller, Inc. on June 23, 2014, pursuant to actions by written consent in accordance with Sections 607.0821 and 607.0704, respectively, of the Florida Act.

**ARTICLE V**  
**Effective Time**

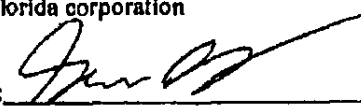
The merger shall become effective upon the filing of these Articles of Merger with the Department of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned have caused these Articles of Merger to be executed this 24th day of June, 2014.

ACCELLER, INC.,  
a Florida corporation

By:   
Name: Steve McKean  
Title: Chief Executive Officer

BV ACQUISITION SUB, INC.  
a Florida corporation

By:   
Name: Sean Barry  
Title: Chief Executive Officer

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2014-06-25 15:40:21 (GMT)

15618282262 From: Valerie Hawk-Donohue

**EXHIBIT A**  
**PLAN OF MERGER**

See Attached.

**PLAN OF MERGER  
FOR THE  
MERGER  
OF  
ACCELLER, INC.  
(a Florida corporation)  
WITH AND INTO  
BV ACQUISITION SUB, INC.  
(a Florida corporation)**

Pursuant to and in accordance with the Florida Business Corporation Act, and Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended, **ACCELLER, INC.**, a Florida corporation, ("**Acceller**"), will merge (the "**Merger**") with and into **BV ACQUISITION SUB, INC.**, a Florida corporation ("**Merger Sub**" or "**Surviving Entity**"), in accordance with the terms and conditions of the Agreement of Merger dated June 24, 2014, among Bridgevine, Inc., a Delaware corporation, Merger Sub, Acceller, and certain other parties thereto (the "**Merger Agreement**"). Acceller and Surviving Entity may be collectively referred to herein as the "**Constituent Entities**."

(a) This merger shall be effective upon the filing of the Articles of Merger with the Florida Department of State (the "**Effective Date**").

(b) Upon the Effective Date of the Merger, the separate existence of Acceller shall cease, and the assets and liabilities of Acceller shall thereafter be the assets and liabilities of Surviving Entity.

(c) Upon the Effective Date of the Merger, the Articles of Incorporation of Merger Sub shall serve as the Articles of Incorporation of Surviving Entity in such Merger, until altered or amended as provided therein or by applicable law.

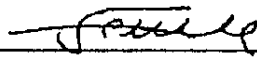
(d) Upon the Effective Date of the Merger, by virtue of the Merger (subject to the terms and conditions of the Merger Agreement) and without any action on the part of Acceller or Surviving Entity, any shares of Acceller's capital stock will be canceled and extinguished and will be converted automatically as set forth in the Merger Agreement which is incorporated herein by reference as if fully set forth herein.

(e) Upon the Effective Date, the outstanding capital stock of Merger Sub will be unaffected by the Merger.


(f) The complete executed Merger Agreement is on file at the place of business of the Surviving Entity, 2770 Indian River Boulevard, Suite 400, Vero Beach, Florida 32960, and a copy of the Merger Agreement will be furnished by the Surviving Entity, on request and without cost, to any stockholder of Acceller or Surviving Entity.

**IN WITNESS WHEREOF**, the Constituent Entities have caused the Plan of Merger to be executed and acknowledged by the undersigned duly authorized officers.

**ACCELLER, INC.,**  
a Florida corporation

By:   
Steven A. McKean, Chief Executive Officer

**BV ACQUISITION SUB, INC.,**  
a Florida corporation

By:   
Sean Barry, Chief Executive Officer