

P14000068361

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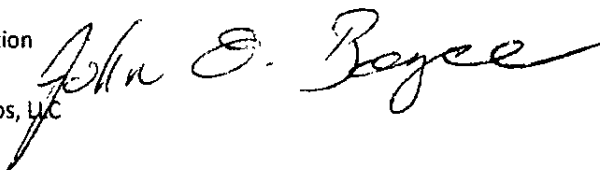
To: Amendment Section

From: John E. Boyce

O/B/O Arrival Labs, LLC

Date: 11/24/14

Fax to: 850.245.6013



ATTN: Diane

In October I filed with your office Articles of Merger for Arrival Labs, LLC, the surviving entity in a merger transaction. The filing was made on an incorrect form.

With this facsimile transmission I would like to re-submit the Articles of Merger on the correct form. It is my understanding that no further fee is owed as the fee was submitted and you have retained it.

Please note that a different mailing address is included in the current filing.

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Arrival Labs, LLC
Name of Surviving Corporation

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

Please return all correspondence concerning this matter to following:

John Boyce
Contact Person

Social Voucher.com, Inc.
Firm/Company

110 East Atlantic Ave., Suite 330
Address

Delray Beach, FL 33444
City/State and Zip Code

geraldcparker@gmail.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

John Boyce
Name of Contact Person

At (561) 635-9374
Area Code & Daytime Telephone Number

☐ 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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 23, 2014

GERALD C PARKER
SOCIAL VOUCHER.COM, INC
1320 SOUTH KILLIAN DRIVE
LAKE PARK, FL 33403

SUBJECT: AR ACQUISITION CORP
Ref. Number: P14000068361

We have received your document for AR ACQUISITION CORP and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Merger you submitted does not meet the requirements of our office. Please complete the attached form to merge a corporation into other business entity.

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.

Diane Cushing
Senior Section Administrator

Letter Number: 114A00022713

**ARTICLES OF MERGER
FOR
FLORIDA PROFIT OR NON-PROFIT CORPORATION
INTO
OTHER BUSINESSS ENTITY**

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The following Articles of Merger are submitted to merge the following Florida Profit Corporation in accordance with s. 607.1109, 617.0302 or 605.1025, Florida Statutes.

First: The exact name form/entity type, and jurisdiction for each merging party are as follows:

AR Acquisition Corp—Florida—Corporation - *PI4-68361*

Arrival Labs, LLC—Wisconsin— Limited Liability Company.

Second: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

Arrival Labs, LLC—Wisconsin— Limited Liability Company.

Third: The attached plan of merger was approved by each domestic corporation, Limited Liability Company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 605, 617, and/or 620, Florida Statutes.

Fourth: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

Fifth: The effective date of the merger shall be October 21, 2014.

Sixth: The survivor's principal office address in its home state of Wisconsin is N5550 Winnvue Court, Fond Du Lac WI, 54937.

Seventh: Arrival Labs, LLC, the surviving entity:

- a.) Appoints the Florida Secretary as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.
- b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

Eighth: SIGNATURES

Arrival Labs, LLC

By: 

Eric Weiss

Its: Authorized Member

AR Acquisition Corp

By: 

Gerald C. Parker

Its: President

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TALLAHASSEE, FLORIDA

PLAN OF MERGER

First: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

AR Acquisition Corp—Florida—Corporation

Arrival Labs, LLC—Wisconsin— Limited Liability Company.

Second: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

Arrival Labs, LLC—Wisconsin— Limited Liability Company.

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

As of September 20, 2014 AR Acquisition Corp ("ARA") shall be merged with and into Arrival Labs, LLC ("Arrival Labs") upon the terms and conditions set forth in that certain Agreement and Plan of Merger entered into by AR Acquisition Corp, Arrival Labs, LLC, and others, as of September 20, 2014, and as permitted by and in accordance with the Florida Business Corporation Act and the Wisconsin Limited Liability Company Law. Thereupon, the separate existence of ARA shall cease, and Arrival Labs, as the surviving corporation in the Merger (the "Surviving Corporation"), shall continue to exist under and be governed by the Wisconsin Limited Liability Company Law, with all its purposes, objects, rights, privileges, immunities, powers and franchises continuing unaffected and unimpaired by the Merger. The name of the surviving corporation shall remain "Arrival Labs, LLC." The merger shall become effective immediately upon the filing of the articles of merger with the Wisconsin Department of Financial Institutions and the Florida Secretary of State.

Fourth: The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property is as follows:

At the effective time of the merger, 100% of the issued and outstanding shares of the capital stock of AR Acquisition Corp. shall be exchanged for 100% of the issued and outstanding membership units of Arrival Labs, LLC

At the effective time of the merger, 100% of the issued and outstanding membership units of Arrival Labs shall, by virtue of the merger, be cancelled and converted into the right to receive shares of the capital stock of Social Voucher.com, Inc., a Florida corporation, the parent of which AR Acquisition Corp. is the wholly owned subsidiary. Such right to convert may be exercised by the surrender of the certificates representing such membership units and the execution by their owners of a restricted stock agreement.

Fifth: A partnership is not the survivor.

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Sixth: The name and business address of the sole managing member of the surviving limited liability company is as follows:

Eric Weiss
N5550 Winnvue Court
Fond Du Lac WI. 54937.

Seventh: The following statement is required by the laws of Wisconsin, under which Arrival Labs, LLC, the survivor, is formed.

The non-surviving party to the merger has no fee simple ownership interest in any Wisconsin real estate.

Eighth: There are no other provisions relating to the merger.