

P96000084523

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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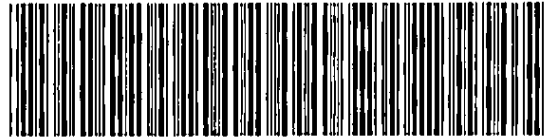
(Business Entity Name)

(Document Number)

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FILED
2018 JUL 10 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

18 JUL 12 PM 1:42
JUL 11 2018
JUL 11 2018

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I ALBRITTON

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 292529 4321040

AUTHORIZATION :



COST LIMIT : \$ 70.00

ORDER DATE : July 10, 2018

ORDER TIME : 1:28 PM

ORDER NO. : 292529-005

CUSTOMER NO: 4321040

ARTICLES OF MERGER

LEXPERTZ, INC.

INTO

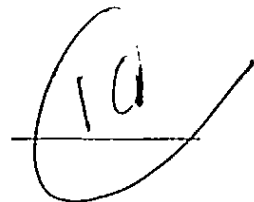
ADERANT NORTH AMERICA, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Emily Croft

EXAMINER'S INITIALS:



COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Aderant North America, 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:

Nick Tipsord

Contact Person

Schiff Hardin LLP

Firm/Company

233 S. Wacker Drive, Ste. 7100

Address

Chicago, IL 60606-6446

City/State and Zip Code

csellers@schiffhardin.com

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

For further information concerning this matter, please call:

Nick Tipsord

At (312) 258-5655

Name of Contact Person

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

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)
Aderant North America, Inc.	Florida	P96000084523

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Lexpertz, Inc.	Delaware	

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.

Fifth: Adoption of Merger by surviving corporation -
The Plan of Merger was adopted by the shareholders of the surviving corporation on July 10, 2018.

Sixth: Adoption of Merger by merging corporation (COMPLETE ONLY ONE STATEMENT)
The Plan of Merger was adopted by the shareholders of the merging corporation on July 10, 2018.

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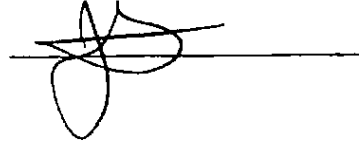
Seventh: **SIGNATURES FOR EACH CORPORATION**

Name of Corporation

Signature of an Officer or

Typed or Printed Name of Individual & Title Director

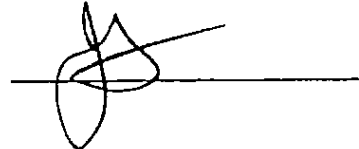
Lexpertz, Inc.,



John K. Stipancich, Secretary

a Delaware corporation

Aderant North America, Inc.,



John K. Stipancich, Vice President and Secretary

a Florida corporation

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 surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
Aderant North America, Inc.	Florida

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
Lexpertz, Inc.	Delaware

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

- (a) The bylaws of Aderant North America, Inc. ("Aderant") as in effect immediately prior to the effective date shall be the bylaws of the surviving corporation until they shall thereafter be duly amended.
- (b) The persons who are the directors and officers of Aderant immediately prior to the effective date shall, from and after the effective date, be the directors and officers, of the surviving corporation until their respective successors shall have been duly elected or appointed and qualified or until their earlier death, resignation or removal in accordance with the provisions of the Florida Business Corporation Act, the Articles of Incorporation and the bylaws of the surviving corporation.
- (c) On the effective date, the separate existence of Lexpertz, Inc. ("Lexpertz") shall cease and the existence and identity of Aderant, as the surviving corporation, shall continue under the name Aderant North America, Inc. All of the property, assets, rights, privileges, powers, franchises and immunities of Lexpertz shall vest in Aderant. All debts, liabilities and obligations of Lexpertz shall become the debts, liabilities and obligations of Aderant. Aderant shall thenceforth be responsible for all the liabilities and obligations of each of Lexpertz and Aderant, but the liabilities of each of Lexpertz and Aderant or of their stockholders, directors or officers, as applicable, shall not be affected, nor shall the rights of the creditors or of any persons dealing with Lexpertz or Aderant be impaired by the merger, and any claim existing or action or proceeding pending by or against any of Lexpertz or Aderant may be prosecuted to judgment as if the merger had not taken place or Aderant may be proceeded against or substituted in its place.

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: on the effective date of the merger, each issued and outstanding share of Lexpertz shall be exchanged for one share of Aderant, and the shares of Lexpertz shall be cancelled.