

P97000097663

FILED  
JUL 22 PM 2:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Populus Systems, Inc

267 75th Avenue  
St. Petersburg  
Florida 33706

City/State/Zip

Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in      ☐ Pick up time \_\_\_\_\_      ☐ Certified Copy  
☐ Mail out      ☐ Will wait      ☐ Photocopy      ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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-07/01/99--01054--012  
\*\*\*\*105.00 \*\*\*\*105.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*Merger*

V. SHEPARD JUL 23 1999

Examiner's Initials

ARTICLES OF MERGER  
Merger Sheet

MERGING: -----

INTERCULTURAL, INC., a Florida corporation, V19805

INFORMATION SYSTEMS SERVICES, INC., a Florida corporation,  
P95000005924

INTO

**POPULUS SYSTEMS, INC.**, a Florida corporation, P97000097663.

File date: July 22, 1999

Corporate Specialist: Velma Shepard



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 8, 1999

POPULUS SYSTEMS, INC.  
267 75TH AVE.  
ST. PETERSBURG, FL 33706

SUBJECT: POPULUS SYSTEMS, INC.  
Ref. Number: P97000097663

We have received your document for POPULUS SYSTEMS, INC. and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Articles of Merger for a Florida or foreign profit corporation are filed pursuant to section 607.1105, Florida Statutes. A merger form is enclosed.

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) 487-6909.

Velma Shepard  
Corporate Specialist

Letter Number: 099A00035350

COMPLIED

*[Handwritten signature]*

# 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, F.S.

**First:** The name and jurisdiction of the surviving corporation are:

Name

Jurisdiction

POPULUS SYSTEMS, INC.

FLORIDA / PINELLAS

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

Name

Jurisdiction

INTERCULTURAL, INC.

FLORIDA / PINELLAS

INFORMATION SYSTEMS SERVICES, INC.

FLORIDA / PINELLAS

**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** \_\_\_\_/\_\_\_\_/\_\_\_\_ (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future.)

**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 \_\_\_\_\_

The Plan of Merger was adopted by the board of directors of the surviving corporation on JUNE 28, 1999 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 JUNE 28, 1999

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)

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TALLAHASSEE, FLORIDA

Name of Corporation

Typed or Printed Name of Individual & Title

POPULUS SYSTEMS, INC.

*[Signature]*

ANDREW O. MANZINI, PRES

INTERCULTURAL, INC.

*[Signature]*

ANDREW O. MANZINI, PRES

INFORMATION  
SYSTEM SERVICES, INC.

William L Smith

WILLIAM L. SMITH, SEC

# PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

**First:** The name and jurisdiction of the surviving corporation are:

Name

Jurisdiction

POPULUS SYSTEMS, INC.

FLORIDA

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

Name

Jurisdiction

INTERCULTURAL, INC.

FLORIDA

INFORMATION SYSTEMS  
SERVICES, INC.

FLORIDA

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

SHAREHOLDERS OF INTERCULTURAL, INC AND INFORMATION SYSTEMS SERVICES, INC. WILL DELIVER RESPECTIVE SHARES TO POPULUS SYSTEMS, INC. POPULUS SYSTEMS INC. WILL EXCHANGE OWN SHARES AS FOLLOWS: 51% TO INTERCULTURAL, INC. SHAREHOLDERS AN 49% TO INFORMATION SYSTEMS SERVICES SHARE HOLDERS. SURVIVING CORPORATION ASSUMES ALL ASSETS AND LIABILITIES OF MERGED 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 cash or other property are as follows:

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

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

# 1

**OR**

Restated articles are attached:

Other provisions relating to the merger are as follows:

EXHIBIT NO. 1

CERTIFICATE OF AMENDMENT

Populus Systems, Inc.

Populus Systems, Inc., a corporation of the State of Florida whose registered office is located at 433 Haven Point Drive, Treasure Island, Florida, certifies pursuant to the provisions of Sections 607.1101 - 607.1104, F.S. and Section 607.1005, F.S. of the State of Florida, that at a meeting of the stockholders of said corporation called for the purpose of amending the articles of incorporation, and held on June 29, 1999, it was resolved by the vote of the holders of an appropriate majority of the shares of each class entitled to vote that ARTICLE 6 of the Articles of Incorporation be added and read as follows:

ARTICLE 6

The Corporation is authorized to merge with INTERCULTURAL, Inc. and Information Systems Services, Inc., both Florida Corporations. Populus Systems, Inc. will be the surviving Corporation; INTERCULTURAL, Inc. and Information Systems Services, Inc. will be the merged Corporations.

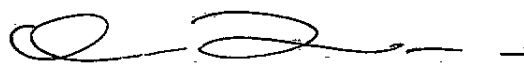
Populus Systems agrees to assume all assets and liabilities of the merged Corporations.

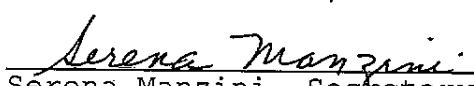
Shareholders of INTERCULTURAL, Inc. will deliver all shares of the Corporation in exchange of 5,100 shares of Populus Systems, Inc.

Shareholders of Information Systems Services, Inc. will deliver all shares of the Corporation in exchange of 4,900 shares of Populus Systems, Inc.

Signed on June 29, 1999

By

  
Andrew O. Manzini, President

  
Serena Manzini, Secretary