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MERGER OR SHARE EXCHANGE
FFS Data, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

of

Live Data Group, Inc., a Florida corporation

into

FFS Data, Inc., a Florida corporation

Pursuant to the provisions of Section 607.1105 of the Florida Business Corporation Act, Live Data Group, Inc., a Florida corporation ("LDG"), and FFS Data, Inc., a Florida corporation (the "Surviving Corporation"), hereby adopt the following Articles of Merger for the purpose of merging LDG with and into the Surviving Corporation (the "Merger").

1. LDG is hereby merged with and into the Surviving Corporation in accordance with Section 607.1105 of the Florida Business Corporation Act, with the Surviving Corporation being the surviving corporation of the merger.
2. The plan of merger for the Merger (the "Plan of Merger"), pursuant to Section 607.1105 of the Florida Business Corporation Act, is attached hereto as Exhibit A, which is made a part hereof by reference as is fully set forth herein.
3. The Merger shall be effective on April 5, 2011 (the "Effective Date").
4. The Plan of Merger was adopted by the Board of Directors and sole shareholder of LDG by joint unanimous written consent, and by the Board of Directors and sole shareholder of the Surviving Corporation by joint unanimous written consent, both dated April 4, 2011.

IN WITNESS WHEREOF, each of the Surviving Corporation and LDG have caused these Articles of Merger to be signed in their respective corporate names and on their behalf by their respective authorized officer, on this 4th day of April, 2011.

Live Data Group, Inc.

By: Bradford Geisen
Name: Bradford Geisen
Title: President

FFS Data, Inc.

By: Bradford Geisen
Name: Bradford Geisen
Title: President

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AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger dated as of April 4, 2011 (the "Agreement"), between Live Data Group, Inc., a Florida corporation ("LDG"), and FFS Data, Inc., a Florida corporation ("FFS") (collectively the "Constituent Corporations").

WHEREAS, FFS is a corporation duly organized and existing under the laws of the State of Florida with an authorized capital of One Hundred (100) shares of common stock, \$0.01 per share of which three (3) shares are issued and outstanding as of the date of this Agreement (collectively, the "FFS Shares"); and

WHEREAS, LDG is a corporation duly organized and existing under the laws of the State of Florida with an authorized capital stock of Ten Thousand (10,000) shares of common stock, \$1.00 par value per share, of which One Thousand (1,000) shares are issued and outstanding as of the date of this Agreement (the "LDG Shares"); and

WHEREAS, on December 23, 2009, FFS filed a voluntary petition, Case No. 09-38395-EPK (the "FFS Bankruptcy Case") for relief under Chapter 11, Title 11 of the United States Code in the West Palm Beach Division of the United States Bankruptcy Court for the Southern District of Florida; and

WHEREAS, on December 23, 2009, LDG filed a voluntary petition, Case No. 09-38476-EPK (the "LDG Bankruptcy Case," and together with the FFS Bankruptcy Case, the "Bankruptcy Cases") for relief under Chapter 11, Title 11 of the United States Code in the West Palm Beach Division of the United States Bankruptcy Court for the Southern District of Florida; and

WHEREAS, on March 21, 2011, the Bankruptcy Court entered an order directing that the Bankruptcy Cases of LDG and FFS be substantively consolidated pursuant to the bankruptcy laws.

WHEREAS, the respective boards of directors of the Constituent Corporations have determined that it is advisable and in the best interests of their respective Constituent Corporations and shareholders that LDG be merged into FFS, with FFS being the surviving corporation, on the terms and conditions set forth in this Agreement, and the directors and stockholders of each of the Constituent Corporations have approved the merger on the terms and conditions set forth herein in accordance with the applicable provisions of the laws of the State of Florida;

NOW THEREFORE, in consideration of the mutual covenants and agreements herein contained herein, the parties hereby agree that, in accordance with the applicable statutes of the State of Florida, LDG shall be merged into FFS, with FFS being the surviving corporation, and that the terms and conditions of such merger (the "Merger"), the mode of carrying into effect, the manner and basis of converting the shares and the changes in the Articles of Incorporation of the surviving corporation effected by the Merger shall be as follows:

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1. **The Merger.** Upon the terms and conditions hereinafter set forth and in accordance with the Florida Business Corporation Act of the State of Florida, on the Effective Date, LDG shall be merged with and into FFS and thereupon the separate existence of LDG shall cease, and FFS, as the surviving corporation, shall continue to exist under and be governed by the Florida Business Corporation Act of the State of Florida.

2. **Filing.** LDG and FFS will cause Articles of Merger, in compliance with the provisions of applicable law to be executed and filed with the Secretary of State of Florida, in the form attached as Exhibit A hereto (the "Articles of Merger").

3. **Effective Date and Time of Merger.** The Merger shall become effective on April 5, 2011 (such time is referred to as the "Effective Time").

4. **Articles of Incorporation and Bylaws.** Upon the Effective Time (i) the Amended and Restated Articles of Incorporation of FFS shall be the Amended and Restated Articles of Incorporation of the surviving corporation; and (ii) the Bylaws of FFS shall be the Bylaws of the surviving corporation.

5. **Directors and Officers.** Upon the Effective Time, the directors of FFS shall serve as the directors of the surviving corporation, and the officers of FFS shall serve as the officers of the surviving corporation; in each case, such directors and officers to serve until their successors have been duly elected and qualified in accordance with the Articles of Incorporation and Bylaws of the surviving corporation.

6. **Conversion.** Upon the Effective Time, by virtue of the Merger and without any action on the part of the shareholders of LDG or FFS, (i) each One Thousand (1,000) outstanding LDG Shares shall be converted into one outstanding share of common stock of the surviving corporation, and (ii) the LDG Shares shall be canceled and terminated in all respects.

7. **Effect of Merger.** Upon the Effective Time, the surviving corporation shall possess all the assets of every description, and every interest in the assets, wherever located, and the rights, privileges, immunities, powers, franchises and authority, of a public as well as a private nature, of each of LDG and FFS, and all obligations belonging to or due to each of LDG and FFS, all of which shall be vested in the surviving corporation without further act or deed. The surviving corporation shall be liable for all the obligations of LDG and FFS; any claim existing, or action or proceeding pending, by or against LDG or FFS, may be prosecuted to judgment, with right of appeal, as if the Merger had not taken place; or the surviving corporation may be substituted in its place; and all the rights of creditors of each of LDG and FFS shall be preserved unimpaired.

8. **Counterparts.** This Agreement may be executed in one or more counterparts, each of which when so executed shall be deemed to be an original, and such counterparts shall together constitute one and the same instrument.

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IN WITNESS WHEREOF, this Agreement has been executed as of the date first above written.

LIVE DATA GROUP, INC.

By: 
Name: Bradford Geisen
Title: President

Attest:

By: 
Name: PHILLIP CLARK
Title: CFO

FFS DATA, INC.

By: 

Name: Bradford Geisen
Title: President

Attest:

By: 
Name: PHILLIP CLARK
Title: CFO

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