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MERGER OR SHARE EXCHANGE

Latin Node, Inc.

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EXAMINER

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ARTICLES/CERTIFICATE OF MERGER**OF****LATINODE COMMUNICATIONS CORPORATION,**
a Florida corporation; P00-24371**TS TELECOMMUNICATIONS, INC.,**
a Florida corporation; P02-17491**TROPICAL STAR COMMUNICATIONS, INC.,**
a Florida corporation; P01-13094**TOTAL SOLUTIONS TELECOM, INC.,**
a Florida corporation; P06-111529**NSITE SOFTWARE, LLC,**
a Florida limited liability company; L02-6859**LATIN NODE, LLC, L00-6025**
a Florida limited liability company**WITH AND INTO****LATIN NODE, INC.,**
a Florida corporation
P99-48649

Pursuant to the provisions of Section 607.1104 of the Florida Business Corporation Act (the "FBCA") and Section 608.438 of the Florida Limited Liability Company Act (the "FLLLCA"), Latinode Communications Corporation, a Florida corporation, TS Telecommunications, Inc., a Florida corporation, Tropical Star Communications, Inc., a Florida corporation, Total Solutions Telecom, Inc., a Florida corporation, NSite Software, LLC, a Florida limited liability company, Latin Node, LLC, a Florida limited liability company and Latin Node, Inc., a Florida corporation, do hereby adopt the following Articles of Merger:

1. The names of the entities who are parties to the merger contemplated by these Articles of Merger (the "Merger") are:

- (a) Latinode Communications Corporation, a Florida corporation ("LCC");
- (b) TS Telecommunications, Inc., a Florida corporation ("TT");
- (c) Tropical Star Communications, Inc., a Florida corporation ("TSC");
- (d) Total Solutions Telecom, Inc., a Florida corporation ("TST");

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(e) NSite Software, LLC, a Florida limited liability company ("NNS");

(f) Latin Node, LLC, a Florida limited liability company ("LN") (LCC, TT, TSC, TST, NNS and LN shall hereinafter be referred to collectively as the "Merging Entities"); and

(d) Latin Node, Inc., a Florida corporation (the "Surviving Corporation").

2. The Merging Entities are hereby merged with and into the Surviving Corporation and the separate existence of the Merging Entities shall cease. The Surviving Corporation is the surviving entity in the Merger. A copy of the Plan of Merger is attached hereto as Exhibit "A" and made a part hereof by reference as if fully set forth herein (the "Plan of Merger").

3. The Plan of Merger was unanimously approved by the directors, members, managers and the shareholders of each Merging Entity by written consents in lieu of holding special meetings, all dated effective as of June 10, 2008, pursuant to Sections 607.0821 and 607.0704 of the FBCA and Section 608.4231 of the FLLCA.

4. The Plan of Merger was approved by the board of directors of the Surviving Corporation, as reflected in the Minutes of the Special Meeting of the Board of Directors held on June 10, 2008, pursuant to Section 607.0820 of the FBCA.

5. *These Articles of Merger shall become effective on the date and at the time accepted for filing by the Department of the State of the State of Florida.*

[SIGNATURE PAGE FOLLOWS]

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EXHIBIT "A"

PLAN OF MERGER

Please see attached.

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IN WITNESS WHEREOF, the undersigned have caused these Articles of Merger to be executed effective as of this 10th day of June, 2008.

MERGING ENTITIES:

LATINODE COMMUNICATIONS CORPORATION, a Florida corporation

By: Harley L. Rollins, III
Harley L. Rollins, III
Director of Latin Node, Inc., sole shareholder

TS TELECOMMUNICATIONS, INC.,
a Florida corporation

By: Harley L. Rollins, III
Harley L. Rollins, III
Director of Latin Node, Inc., sole shareholder

TROPICAL STAR COMMUNICATIONS, INC., a Florida corporation

By: Harley L. Rollins, III
Harley L. Rollins, III
Director of Latin Node, Inc., sole shareholder

TOTAL SOLUTIONS TELECOM, INC.,
a Florida corporation

By: Harley L. Rollins, III
Harley L. Rollins, III
Director of Latin Node, Inc., sole shareholder

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NSITE SOFTWARE, LLC,
a Florida limited liability company

By: Harley L. Rollins, III
Harley L. Rollins, III
Director of Latin Node, Inc., sole shareholder

LATIN NODE, LLC,
a Florida limited liability company

By: Harley L. Rollins, III
Harley L. Rollins, III
Director of Latin Node, Inc., sole shareholder

SURVIVING CORPORATION:

LATIN NODE, INC.,
a Florida corporation

By: Harley L. Rollins, III
Harley L. Rollins, III, Director

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PLAN OF MERGER

THIS PLAN OF MERGER (the "**Plan**") is made by and entered into effective as of the 10th day of June, 2008, by and between the parent corporation, Latin Node, Inc., a Florida corporation, (the "**Surviving Corporation**"); its subsidiary corporations, Latinode Communications Corporation, a Florida corporation ("**LCC**"), TS Telecommunications, Inc., a Florida corporation ("**TT**"), Tropical Star Communications, Inc., a Florida corporation ("**TSC**"), and Total Solutions Telecom, Inc., a Florida corporation ("**TST**"); and its subsidiary limited liability companies, NSite Software, LLC, a Florida limited liability company ("**NNS**") and Latin Node, LLC, a Florida limited liability company ("**LN**") (LCC, TT, TSC, TST, NNS and LN shall hereinafter be referred to collectively as the "**Merging Entities**").

WITNESSETH

WHEREAS, the Surviving Corporation is a corporation duly organized and existing under and by virtue of the laws of the State of Florida;

WHEREAS, each of the Merging Entities is duly organized and existing under and by virtue of the laws of the State of Florida;

WHEREAS, pursuant to duly authorized action by their respective board of directors, members, managers and shareholders, the Merging Entities and the Surviving Corporation have determined that they shall merge (the "**Merger**") upon the terms and conditions and in the manner set forth in this Plan and in accordance with applicable law.

NOW THEREFORE, in consideration of the mutual premises herein contained, the Merging Corporations and the Surviving Corporation hereby agree as follows:

1. **MERGER**. The Merging Entities and the Surviving Corporation agree that the Merging Entities shall be merged with and into the Surviving Corporation, as a single and surviving corporation, upon the terms and conditions set forth in this Plan and that the Surviving Corporation shall continue under the laws of the State of Florida as the Surviving Corporation.

2. **SURVIVING ENTITY**. On the Effective Date of the Merger (as defined below):

(a) The Surviving Corporation shall be the surviving entity of the Merger, and shall continue to exist as a corporation under the laws of the State of Florida, with all of the rights and obligations as are provided by the Florida Business Corporation Act (the "FBCA").

(b) The Merging Entities shall cease to exist, and their property shall become the property of the Surviving Corporation as the surviving entity of the Merger.

3. **CHARTER DOCUMENTS**. As a result of the Merger, the charter documents of the Surviving Corporation shall be as follows:

(a) **Articles of Incorporation**. The Amended and Restated Articles of Incorporation of the Surviving Corporation shall continue as the Articles of Incorporation of the Surviving Corporation.

(b) **Bylaws**. The Amended and Restated Bylaws of the Surviving Corporation shall continue as the Bylaws of the Surviving Corporation.

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4. **MANNER AND BASIS OF CONVERTING SHARES.** On the Effective Date, (i) all of the issued and outstanding shares of capital stock and membership units of the Merging Entities shall be surrendered to the Surviving Corporation and canceled, and no shares of the Surviving Corporation or other property will be issued in exchange therefore, and (ii) all of the outstanding shares of the Surviving Corporation shall remain outstanding, and the current shareholders of the Surviving Corporation shall continue to own the same number of shares of the Surviving Corporation, and in the same proportions, as they did prior to the Effective Date.

5. **APPROVAL.** The Merger contemplated by this Plan has previously been submitted to and approved by the Merging Entities' respective board of directors, managers, members and shareholders and the Surviving Corporation's board of directors and shareholders, in accordance with applicable laws. The proper officers of the Merging Entities and the Surviving Corporation, as applicable, shall be, and hereby are, authorized and directed to perform all such further acts and execute and deliver to the proper authorities for filing all documents, as the same may be necessary or proper to render effective the Merger contemplated by this Plan.

6. **EFFECTIVE DATE OF THIS MERGER.** The Merger shall be effective on the date the Articles of Merger are filed with and accepted for filing by the Florida Department of State (the "Effective Date").

7. **MISCELLANEOUS.**

(a) **Governing Law.** This Plan shall be construed in accordance with the laws of the State of Florida.

(b) **No Third Party Beneficiaries.** The terms and conditions of this Plan are solely for the benefit of the parties hereto and the shareholders and members of the Merging Entities and the shareholders of the Surviving Corporation, and no person not a party to this Plan shall have any rights or benefits whatsoever under this Plan, wither a third party beneficiary or otherwise.

(c) **Complete Plan.** This Plan constitutes the complete Plan between the parties and incorporates all prior agreements and representations in regard to the matters set forth herein and it may not be amended, changed or modified except by a writing signed by the party to be charged by said amendment, change or modification.

(d) **Shareholder Rights.** The shareholders of LCC, TT, TSC and TST, the subsidiary corporations, who are entitled to vote and who dissent from the merger pursuant to Section 607.1321 of the FBCA, may be entitled, if they comply with the provisions of the FBCA regarding appraisal rights, to be paid for the fair value of their shares.

[SIGNATURE PAGE FOLLOWS]

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IN WITNESS WHEREOF, the parties have caused this Plan to be entered into as of the date first above written.

MERGING ENTITIES:

LATINODE COMMUNICATIONS CORPORATION, a Florida corporation

By: Harley L. Rollins, III
Harley L. Rollins, III
Director of Latin Node, Inc., sole shareholder

TS TELECOMMUNICATIONS, INC.,
a Florida corporation

By: Harley L. Rollins, III
Harley L. Rollins, III
Director of Latin Node, Inc., sole shareholder

TROPICAL STAR COMMUNICATIONS, INC., a Florida corporation

By: Harley L. Rollins, III
Harley L. Rollins, III
Director of Latin Node, Inc., sole shareholder

TOTAL SOLUTIONS TELECOM, INC.,
a Florida corporation

By: Harley L. Rollins, III
Harley L. Rollins, III
Director of Latin Node, Inc., sole shareholder

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NSITE SOFTWARE, LLC,
a Florida limited liability company

By: Harley L. Rollins, III
Harley L. Rollins, III
Director of Latin Node, Inc., sole shareholder

LATIN NODE, LLC,
a Florida limited liability company

By: Harley L. Rollins, III
Harley L. Rollins, III
Director of Latin Node, Inc., sole shareholder

SURVIVING CORPORATION:

LATIN NODE, INC.,
a Florida corporation

By: Harley L. Rollins, III
Harley L. Rollins, III, Director