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State of Rhode Island
## Department of State - Business Services Division

# Application for Articles of Merger
DOMESTIC or FOREIGN Business Corporation, Partnership, Limited Liability Company or Non-Profit Corporation

- → Business Corporation Filing Fee: $100.00
- → Limited Liability Company Fee: $100.00
- → Partnership Fee: $50.00
- → Non-Profit Corporation Fee: $25.00

Pursuant to the provisions of RIGL Title 7, the undersigned entities submit the following Articles of Merger ☑ or Consolidation ☐ for the purpose of merging or consolidating them into one entity:

**SECTION I: TO BE COMPLETED BY ALL MERGING OR CONSOLIDATING ENTITIES**

a. The name and type (for example, business corporation, non-profit corporation, limited liability company, partnership, etc.) of each of the merging or consolidating entities and the state under which each is organized are:

| ENTITY ID | NAME OF ENTITY | TYPE OF ENTITY | STATE *under which entity is organized |
|---|---|---|---|
| 000090000 | Convex Technologies, Inc. | Corporation | RI |
| | Advance Concepts, Inc. | Corporation | VA |
| | | | |

b. The laws of the state under which each entity is organized permit such merger or consolidation.

c. The full name of the surviving entity is:

Convex Technologies, Inc.

which is to be governed by the laws of the state of:
Rhode Island

d. The attached Plan of Merger or Consolidation was duly authorized, approved, and executed by each entity in the manner prescribed by the laws of the state under which each entity is organized. A Plan of Merger or Consolidation **MUST** be attached.

e. If the surviving entity's name has been amended via the merger, please state the new name:

**M Events Meeting Technologies, Inc.**

f. If the surviving or new entity is to be governed by the laws of a state other than the State of Rhode Island, and such surviving or new entity is not qualified to conduct business in the state of Rhode Island, the entity agrees that it: (i) may be served with process in Rhode Island in any proceeding for the enforcement of any obligation of any domestic entity which is a party to the merger or consolidation; (ii) irrevocably appoints the Secretary of State as its agent to accept service of process in any action, suit, or proceeding; and (iii) the address to which a copy of such process of service shall be mailed to it by the Secretary of State is:

100 Westminster Street, 16th Floor, Providence, RI 02903, Attention Paul Campellone, Esq.

**MAIL TO:**
**Division of Business Services**
148 W. River Street, Providence, Rhode Island 02904-2615
**Phone:** (401) 222-3040
**Website:** www.sos.ri.gov

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BY HDFX2

FORM 610 - Revised: 01/2024

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| g. Date when these Articles of Merger or Consolidation will be effective: **CHECK ONE BOX ONLY** |
| ☐ Date received (Upon filing)<br>☒ Later effective date (see instructions) July 1, 2025 |
| **SECTION II: TO BE COMPLETED ONLY IF ONE OR MORE OF THE MERGING OR CONSOLIDATING ENTITIES IS A BUSINESS CORPORATION PURSUANT TO RIGL CHAPTER 7-1.2.** |
| a. If the surviving or new entity is to be governed by the laws of a state other than the State of Rhode Island, such surviving or new entity hereby agrees that it will promptly pay to the dissenting shareholders of any domestic corporation the amount, if any, to which they shall be entitled under the provisions of RIGL Chapter 7-1.2. |
| b. The corporation certifies that it has no outstanding tax obligations. As required by RIGL § 7-1.2-1309, the corporation has paid all fees and taxes. [Note: Tax status can be verified by emailing tax.collections@tax.ri.gov] |
| c. Complete the following subparagraphs i and ii only if the merging business corporation is a subsidiary corporation of the surviving corporation. |
| i) The name of the subsidiary corporation is: |
| ii) The date a copy of the plan of merger was mailed to shareholders of the subsidiary corporation is (such date shall not be less than 30 days from the date of filing): |
| **SECTION III: TO BE COMPLETED ONLY IF ONE OR MORE OF THE MERGING OR CONSOLIDATING ENTITIES IS A NON-PROFIT CORPORATION PURSUANT TO RIGL CHAPTER 7-6.** |
| a. If the members of any merging or consolidating non-profit corporation are entitled to vote thereon, attach a statement for each such non-profit corporation which sets forth the date of the meeting of members at which the Plan of Merger or Consolidation was adopted, that a quorum was present at the meeting, and that the plan received at least a majority of the votes which members present at the meeting or represented by proxy were entitled to cast; OR attach a statement for each such non-profit corporation which states that the plan was adopted by a consent in writing signed by all members entitled to vote with respect thereto. |
| b. If any merging or consolidating corporation has no members, or no members entitled to vote thereon, then as to each such non-profit corporation attach a statement which states the date of the meeting of the board of directors at which the plan was adopted, and a statement of the fact that the plan received the vote of a majority of the directors in office. |
| **SECTION IV: APPLICABLE ONLY IF ONE OR MORE OF THE MERGING OR CONSOLIDATING ENTITIES IS A PARTNERSHIP PURSUANT TO RIGL CHAPTER 7-13.1 or 7-12.1.** |
| a. The partnership certifies that it has no outstanding tax obligations. As required by RIGL 7-13.1-213 and 7-12.1-914, the partnership has paid all fees and taxes. [Note: Tax status can be verified by emailing tax.collections@tax.ri.gov.] |
| **SECTION V: APPLICABLE ONLY IF ONE OR MORE OF THE MERGING OR CONSOLIDATING ENTITIES IS A LIMITED LIABILITY COMPANY PURSUANT TO RIGL CHAPTER 7-16.**<br>a. The limited liability company certifies that it has no outstanding tax obligations. As required by RIGL § 7-16-8, the limited liability company has paid all fees and taxes. [Note: Tax status can be verified by emailing tax.collections@tax.ri.gov] |

**If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.**

| SECTION VI: TO BE COMPLETED BY ALL MERGING OR CONSOLIDATING ENTITIES | | |
|---|---|---|
| *Under penalty of perjury, we declare and affirm that we have examined these Articles of Merger or Consolidation, including any accompanying attachments, and that all statements contained herein are true and correct.* | | |
| Type or Print Entity Name<br>Convex Technologies, Inc. | | |
| Type or Print Name of Person Signing<br>Darcy S. Emerson | Title of Person Signing<br>President | |
| Signature<br>Darcy Em | | Date<br>6/3/2025 |
| Type or Print Name of Person Signing | Title of Person of Signing | |
| Signature | | Date |
| Type or Print Entity Name<br>Advance Concepts, Inc. | | |
| Type or Print Name of Person Signing<br>Philip A. Joseph | Title of Person Signing<br>President | |
| Signature<br>Phil Joseph | | Date<br>5/27/25 |
| Type or Print Name of Person Signing | Title of Person Signing | |
| Signature | | Date |

**If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.**

## PLAN OF MERGER

This PLAN OF MERGER (hereinafter "Plan of Merger") is entered into as of July 1, 2025, between Convex Technologies, Inc., a Rhode Island corporation ("Convex"), and Advance Concepts, Inc., a Virginia corporation ("ACI").

### Recitals:

A. Convex was duly formed on June 12, 1996 by the filing of Articles of Incorporation with the Office of the Rhode Island Secretary of State pursuant to Chapter 7-1.2 of the Rhode Island General Laws of 1956, as amended.

B. ACI was duly formed on April 06, 1982 by the filing of Articles of Incorporation with the State Corporate Commission of the Commonwealth of Virginia pursuant to Chapter 9-13.1 of the Code of Virginia, as amended.

C. The shareholders of each of Convex and ACI, deem it advisable for, and in the best interest of, Convex and ACI that ACI merge with and into Convex and that the "surviving corporation" shall be Convex.

D. The shareholders of Convex and ACI, in accordance with the laws of the State of Rhode Island and the Commonwealth of Virginia, respectively, have approved and consented to such merger.

E. Convex and ACI respectively desire to so merge pursuant to this Plan of Merger and the applicable provisions of the laws of Rhode Island and the Commonwealth of Virginia.

NOW, THEREFORE, in consideration of the premises and the mutual agreements, provisions and covenants contained herein, the parties hereto agree that ACI shall be merged with and into Convex:

1. **Effective Date**. ACI shall be merged with and into Convex such that Convex shall be the "surviving corporation" as of July 1, 2025 ("Effective Time"), and articles of merger ("Articles of Merger") shall be filed with each of the Office of the Secretary of State of the State of Rhode Island and the State Corporate Commission of the Commonwealth of Virginia prior to the Effective Time to evidence the merger on the terms and conditions set forth herein.

2. **Merger**. As of the Effective Time, ACI shall be merged with and into Convex (the "Merger") pursuant to and with the effect provided by the laws of the State of Rhode Island. The existence of ACI shall cease at the Effective Time and Convex shall survive such Merger and continue its existence under its articles of incorporation ("Articles of Incorporation"), except that the name of Convex shall hereby be changed to M Events Meeting Technologies, Inc. as of the Effective Time (as further set forth in Section 3 below).

3. **Name**. As of the Effective Time, Convex shall change its name to "M Events Meeting Technologies, Inc." by filing articles of amendment to its articles of incorporation ("Articles of

Amendment") with the office of the Secretary of State of the State of Rhode Island.

4. **Articles of Incorporation**. The Articles of Incorporation of Convex, as amended by the Articles of Amendment, shall be the Articles of Incorporation of the "surviving corporation" and shall remain in effect after the Effective Time until the same shall be amended or altered in accordance with the provisions thereof or as provided by law.

5. **Bylaws**. The bylaws of Convex in effect at the Effective Time shall be the bylaws of the "surviving corporation" until the same shall be further amended or altered in accordance with the provisions thereof or as provided by law.

6. **Registered Office**. The location of the registered office of Convex as the "surviving limited liability company" in the State of Rhode Island is 100 Westminster Street, 16th Floor, Providence, Rhode Island 02903.

7. **Service of Process**. The registered agent and process agent of Convex as the "surviving corporation" is Adler Pollock & Sheehan P.C.

8. **Effect of Merger**. At the Effective Time of the Merger, Convex as the surviving corporation shall possess all the rights, privileges, immunities, and franchises, as well of a public or of a private nature, of ACI; and all property, real, personal, and mixed, all debts due on whatever account, including all choses in action, and all and every other interest of or belonging to or due to ACI, is taken and deemed to be transferred to and vested in Convex without further act or deed; and the title to any real estate, or any interest in real estate, vested in ACI shall not revert or is in any way impaired because of the Merger. At the Effective Time of the Merger, Convex will be subsequently responsible and liable for all the liabilities and obligations of ACI; and any claim accruing or existing before the Effective Time of the Merger or action or proceeding pending by or against ACI as of the Effective Time of the Merger may be prosecuted as if the Merger had not taken place provided, however, in such event, Convex shall promptly and diligently undertake and assume the defense of ACI, including any directors or officers of ACI who may be made a party to the suit, to the extent allowed by statute, or Convex may be substituted in its place. Neither the rights of creditors nor any liens upon the property of ACI is impaired by the Merger.

9. **Duties of Convex and ACI**. If at any time Convex as the "surviving corporation" shall consider or be advised that any further assignments or assurances in law or other things are necessary or desirable to vest or perfect or to confirm, or record or otherwise, in Convex, the title to any property of ACI acquired or to be acquired by this Plan of Merger, the president of Convex is fully authorized to execute and deliver any and all proper deeds, assignments and assurances in law or otherwise and do all things necessary and proper in the name of ACI so as to vest, perfect or confirm title to such property in Convex and otherwise carry out the purposes of this Plan of Merger.

10. **Assets and Liabilities**. The assets and liabilities of ACI acquired by Convex shall be taken on the books and records of Convex at the amounts in which they are carried at the Effective Time of the Merger on the books of ACI.

IN WITNESS WHEREOF, this Plan of Merger has been executed by the duly authorized president of Convex and ACI as of the day and year first written above.

**ADVANCE CONCEPTS, INC.**

By: ______________________
Philip Joseph, President

**CONVEX TECHNOLOGIES, INC.**

By: ______________________
Darcy S. Emerson, President

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