

PD3000118539

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Account Number : I20000000195
Phone : (850)521-1000
Fax Number : (850)558-1575

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MERGER OR SHARE EXCHANGE

MDWERKS GLOBAL HOLDINGS, INC.

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To: Division of Corporations
 Fax Number : (850) 205-0360

From: Account Name : CORPORATION SERVICE COMPANY
 Account Number : T20000000195
 Phone : (850) 521-1000
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**ARTICLES OF MERGER
OF
MDWERKS ACQUISITION CORP.
AND
MDWERKS GLOBAL HOLDINGS, INC.
PURSUANT TO SECTION 607.1106, FS**

To the Secretary of State
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the domestic corporations herein named do hereby adopt the following Articles of Merger.


1. Annexed hereto as Exhibit A and made a part hereof is the Plan of Merger for merging MDwerks Acquisition Corp. with and into MDwerks Global Holdings, Inc. as approved and adopted by written consent of the shareholders of MDwerks Acquisition Corp. entitled to vote thereon given on *October 12, 2005*, in accordance with the provisions of Section 607.0704 of the Florida Business Corporation Act, and as approved and adopted by written consent of the shareholders of MDwerks Global Holdings, Inc. entitled to vote thereon given on *October 19, 2005* in accordance with the provisions of Section 607.0704 the Florida Business Corporation Act.

2. MDwerks Global Holdings, Inc. will continue its existence as the surviving corporation under its present name pursuant to the provisions of the Florida Business Corporation Act.

3. The effective time and date of this merger herein shall provided for shall be the time and date that this Articles of Merger is filed with the Secretary of State of the State of Florida.

Executed on

MDWERKS ACQUISITION CORP.

By: 
Peter Danysh, President

MDWERKS GLOBAL HOLDINGS, INC.

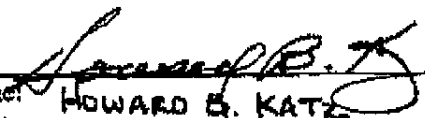
By: 
Name: HOWARD G. KATZ
Title: CEO

Exhibit A Plan of Merger

PLAN OF MERGER adopted for MDwerks Acquisition Corp., a business corporation organized under the laws of the State of Florida, by resolution of its Board of Directors on October 12, 2005, and adopted for MDwerks Global Holdings, Inc., a business corporation organized under the laws of the State of Florida, by resolution of its Board of Directors on October 12, 2005. The names of the corporations planning to merge are MDwerks Acquisition Corp., a business corporation organized under the laws of the State of Florida, and MDwerks Global Holdings, Inc., a business corporation organized under the laws of the State of Florida. The name of the surviving corporation into which MDwerks Acquisition Corp. plans to merge is MDwerks Global Holdings, Inc.

1. MDwerks Acquisition Corp. and MDwerks Global Holdings, Inc. shall, pursuant to the provisions of the Florida Business Corporation Act, be merged with and into a single corporation, to wit, MDwerks Global Holdings, Inc., which shall be the surviving corporation at the effective time and date of the merger and which is sometimes hereinafter referred to as the "surviving corporation", and which shall continue to exist as said surviving corporation under its present name pursuant to the provisions of the Florida Business Corporation Act. The separate existence of MDwerks Acquisition Corp., which is sometimes hereinafter referred to as the "non-surviving corporation", shall cease at the effective time and date of the merger in accordance with the provisions of the Florida Business Corporation Act.

2. The Articles of Incorporation of the surviving corporation at the effective time and date of the merger shall be the Articles of Incorporation of said surviving corporation and said Articles of Incorporation shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the Florida Business Corporation Act.

3. The present bylaws of the surviving corporation will be the bylaws of said surviving corporation and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the Florida Business Corporation Act.

4. The directors and officers in office of the surviving corporation at the effective time and date of the merger shall be the members of the first Board of Directors and the first officers of the surviving corporation, all of whom shall hold their respective offices until the election and qualification of their successors or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.

5. Each issued share of the non-surviving corporation immediately prior to the effective time and date of the merger shall, at the effective time and date of the merger, be converted into ten (10) shares of common stock of the surviving corporation. Each share of common stock of MDwerks Global Holdings, Inc. issued and outstanding immediately prior to

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the effective time of the merger (other than shares of Company Common Stock as to which appraisal rights are perfected pursuant to the applicable provisions of the FBCA and not withdrawn or otherwise forfeited), shall, by virtue of the merger and without any action on the part of the holders thereof, be converted into the right to receive 0.158074 shares of common stock of Western Exploration, Inc., a Delaware corporation, and each share of common stock held in the treasury of MDwerks Global Holdings, Inc., immediately prior to the Effective Time shall be cancelled in the Merger and cease to exist.

6. The Plan of Merger herein made and approved shall be submitted to the shareholders of the non-surviving corporation and to the shareholders of the surviving corporation for their approval or rejection in the manner prescribed by the provisions of the Florida Business Corporation Act.

7. In the event that the Plan of Merger shall have been approved by the shareholders entitled to vote of the non-surviving corporation and by the shareholders entitled to vote of the surviving corporation in the manner prescribed by the provisions of the Florida Business Corporation Act, the non-surviving corporation and the surviving corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Florida, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

8. The Board of Directors and the proper officers of the non-surviving corporation and the Board of Directors and the proper officers of the surviving corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.