

F02000001606

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: World Wide Wireless Communications, Inc.
(Name of corporation)

DOCUMENT NUMBER: F02000001606

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Clinton Snyder
(Name of person)

800005256938--3

04/12/02--01039--001

*****52.50 *****52.50

Universal Communication Systems, Inc.
(Name of firm/company)

407 Lincoln Rd. Ste 6K
(Address)

Miami Beach, FL 33139
(City/state and zip code)

For further information concerning this matter, please call:

Clinton Snyder at (305) 672-6344
(Name of person) (Area code & daytime telephone number)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

FILED
02 APR 12 AM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CK #6005

Filing Fee 35.00

Certain Copy 8.75

Cost of Stamp 8.75

52.50

NC
T. Lewis 4/17/02

FILED
02 APR 12 AM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Chairman
(Title)

FILED # C19351-96

MAR 27 2002

IN THE OFFICE OF
Don Miller
DEAN MILLER, SECRETARY OF STATE

ARTICLES OF MERGER
OF
UNIVERSAL COMMUNICATION SYSTEMS, INC. INTO
WORLD WIDE WIRELESS COMMUNICATIONS, INC.

FIRST: World Wide Wireless Communications, Inc. (hereinafter referred to as the "parent entity"), an entity of the jurisdiction of Nevada, owns all of the outstanding shares of each class of Universal Communication Systems, Inc. (hereinafter referred to as the "subsidiary entity"), an entity of the jurisdiction of Nevada.

SECOND: A plan of merger was adopted by each constituent entity, whereby the subsidiary entity is to be merged into the parent entity.

THIRD: Approval of the owners of the parent and subsidiary entity was not required.

FOURTH: The complete executed plan of merger is on file at the place of business of the parent entity located at Suite 6K, 407 Lincoln Road, Miami Beach, Florida 33139, and a copy of the plan will be furnished by the parent entity, on request and without cost, to any owner of any entity which is a party to this merger.

FIFTH: The name of the parent entity is hereby changed to Universal Communication Systems, Inc.

SIXTH: This merger shall be effective on March 14, 2002.

WORLD WIDE WIRELESS COMMUNICATIONS, INC.
(Name of Parent Entity)

By: _____
President

By: _____
Secretary

UNIVERSAL COMMUNICATION SYSTEMS, INC.
(Name of Subsidiary Entity)

By: _____
President

By: _____
Secretary

State of Florida)
County of Dade) ss.

On 13th March 2002, personally appeared before me, a Notary Public

Michael Iwehner

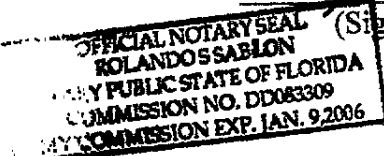
(names of persons appearing and signing document)

who acknowledged that they executed the above instrument.

[Signature]

(Signature of Notary Public)

[NOTARY STAMP OR SEAL]



State of NEVADA)
County of WASHOE) ss.

On MARCH 14 2002, personally appeared before me, a Notary Public

ALEXANDER H. WALKER, JR.

(names of persons appearing and signing document)

who acknowledged that they executed the above instrument.

Margaret A. Oliver

(Signature of Notary Public)

[NOTARY STAMP OR SEAL]

