

Document Number Only

F94000000707

C T Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301

City

State

Zip

Phone

CORPORATION(S) NAME

400002380984--7

-12/23/97-01077-013

*****70.00 *****70.00

A+ Network of Jacksonville, Inc.

merging into:

Metrocall, Inc.

☐ Profit

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☒ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ Will Wait

☐ After 4:30

☒ Pick Up

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DEC 24 1997

Merger

DEC 24 1997

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97 DEC 23 PM 12:41
DIVISION OF CORPORATION

F94000000707

ARTICLES OF MERGER
Merger Sheet

MERGING:

A+ NETWORK OF JACKSONVILLE, INC., a Florida corporation, P96000047037

into

METROCALL, INC., a Delaware corporation F94000000707

File date: December 23, 1997

Corporate Specialist: Velma Shepard

ARTICLES OF MERGER

OF

A+ NETWORK OF JACKSONVILLE, INC.
(a Florida Corporation)

WITH AND INTO

METROCALL, INC.
(a Delaware Corporation)

FILED
97 DEC 23 AM 8:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

To the Department of State
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the domestic wholly-owned subsidiary business corporation and foreign parent business corporation herein named do hereby adopt the following articles of merger.

1. Annexed hereto and made a part hereof is the Plan of Merger for merging A+ Network of Jacksonville, Inc., a Florida corporation ("A+ Network"), with and into Metrocall, Inc., a Delaware corporation ("Metrocall").

2. The Plan of Merger was adopted by the Resolutions of the Board of Directors of Metrocall on November 5, 1997. Metrocall, as owner of all of the outstanding shares of A+ Network, waived the right to receive a mailing of the Plan of Merger.

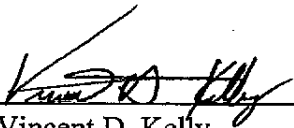
3. Shareholder approval was not required for the merger.

4. The merger of A+ Network with and into Metrocall is permitted by the laws of the jurisdiction of organization of Metrocall and has been authorized in compliance with said laws.

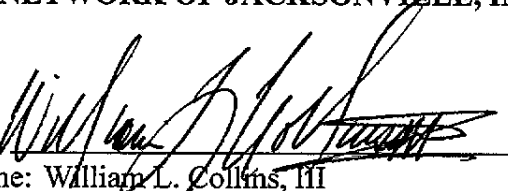
5. The effective time and date of the merger herein provided for in the State of Florida shall be upon filing of these Articles of Merger.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger on
December 19, 1997.

METROCALL, INC.

By: 
Name: Vincent D. Kelly
Title: Chief Financial Officer

A+ NETWORK OF JACKSONVILLE, INC.

By: 
Name: William L. Collins, III
Title: President, Chief Executive Officer

PLAN OF MERGER
OF
A + NETWORK OF JACKSONVILLE, INC.
AND
METROCALL, INC.

1. Metrocall, Inc. ("Metrocall"), which is a business corporation of the State of Delaware and the parent corporation and owner of all outstanding shares of A + Network of Jacksonville, Inc. ("A + Network"), a business corporation of the State of Florida and the wholly-owned subsidiary corporation of Metrocall, Inc., hereby merges A + Network into Metrocall pursuant to the provisions of the Florida Business Corporation Act and the Delaware General Corporation Law.

2. The separate existence of A + Network shall cease at the effective time and date of the merger pursuant to the provisions of the Florida Business Corporation Act. Metrocall, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the Delaware General Corporation Law.

3. The issued shares of A + Network shall not be converted in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall be surrendered and extinguished.

4. The Board of Directors and the proper officers of Metrocall 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.