

K09027
JACKSON L. MORRIS

Attorney at Law
Admitted in Florida, Georgia and The District of Columbia

March 18, 1999
By Overnight Courier

Division of Corporations
Department of State - Florida
409 East Gaines Street
Tallahassee, FL 32399

500002812345--8
-04/05/99--01096--006
*****35.00 *****35.00
500002812345--8
-03/19/99--01092--001
*****35.00 *****35.00

Re: Systems Communications, Inc.
a for profit corporation
Articles of Merger

Ladies and Gentlemen:

Enclosed please find one executed original and one photocopy of the Articles of Merger of a Nevada corporation into the above-referenced Florida corporation. Please note that the Florida corporation is the surviving corporation. A cashier's check for the filing fee of \$35 is also enclosed. Please file the Articles as of March 19, 1999, which is the date of your receipt by overnight courier. Please return the photocopy showing the Division's filing stamp to the undersigned for the company records.

If you should have any questions, please do not hesitate to me collect.

Very truly yours,

Jackson L. Morris
Jackson L. Morris

~~109-1053~~

cc: Systems Communications, Inc.

Enclosures

FILED
99 MAR 19 AM 11:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Merger
4/1/99

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

HITSGALORE.COM , a Nevada Corporation, not qualified in Florida

INTO

SYSTEMS COMMUNICATIONS, INC. which changed its name to
HITSGALORE.COM, INC., a Florida corporation, K09027.

File date: March 19, 1999

Corporate Specialist: Karen Gibson

JACKSON MORRIS

Attorney at Law
Admitted in Florida, Georgia and The District of Columbia

April 1, 1999
By Priority U.S. First Class Mail

SECOND SUBMISSION

Division of Corporations
Department of State - Florida
409 East Gaines Street
Tallahassee, FL 32399

Re: Systems Communications, Inc.
a for profit corporation
Articles of Merger

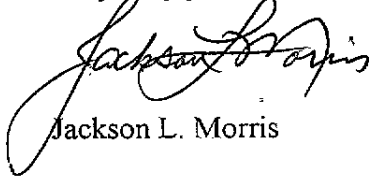
Ladies and Gentlemen:

Enclosed please find a copy of your letter dated March 24, 1999 returning articles of merger for additional filing fee, one executed original and one photocopy of the Articles of Merger of a Nevada corporation into the above-referenced Florida corporation. Please note that the Florida corporation is the surviving corporation. A filing fee of \$35 was submitted with the original filing and has been retained by your office. A company check (actually from International Healthcare Solutions) for the balance of the filing fee of \$35 is also enclosed. Please accept this resubmission of the Articles for filing as of March 19, 1999, which is the date of your original receipt of the Articles. Please return the photocopy showing the Division's filing stamp to the undersigned for the company records.

Please note that a statement that "the vote is sufficient for approval" has been added by hand to both paragraphs 5 and 7 (and the paragraph numbers have been manually corrected).

If you should have any questions, please do not hesitate to me collect.

Very truly yours,



Jackson L. Morris

Enclosures



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 24, 1999

JACKSON L. MORRIS, ATTY.
3116 WEST NORTH A STREET
TAMPA, FL 33609

SUBJECT: SYSTEMS COMMUNICATIONS, INC.
Ref. Number: K09027

We have received your document for SYSTEMS COMMUNICATIONS, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$35.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The fee to file articles of merger or articles of share exchange is \$35 per party to the merger or share exchange. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

If the document was approved by a majority vote of the shareholders, it should also contain a statement that the number of votes cast by the shareholders was sufficient for approval.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 099A00014878

ARTICLES OF MERGER

FILED
99 MAR 19 AM 11:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of NRS §78.450, et seq., the Nevada Domestic and Foreign Corporation Laws, and Fla. Stat. §607.1101, et seq., the Florida Business Corporation Act, the undersigned constituent corporations hereby adopt the following Articles of Merger for the purpose of merging into one corporation.

1. The names of the constituent corporations which are parties to the merger are: Systems Communications, Inc., a Florida corporation, ("SCI"), the surviving corporation, and Hitsgalore.com, a Nevada corporation, ("Hitsgalore.com"), the absorbed corporation.

2. The Plan of Merger is as follows:

(a) Hitsgalore.com shall be merged into SCI and shall cease upon the effective date of the merger to exist as a separate corporation. The surviving corporation shall be a Florida corporation. The issued and outstanding shares of SCI's common stock shall remain unchanged, the 15,000 issued and outstanding shares of Hitsgalore.com's common stock shall be converted automatically into and become 37,650,000 shares of common stock of SCI.

3. The merger shall be effective on the date the Articles of Merger are filed with the later of the Secretary of State of Nevada or the Secretary of State of Florida.

4. The Plan of Merger was approved on February 25, 1999 by the board of directors of SCI in the manner prescribed by Fla. Stat. §607.1103, in an action by written consent.

5. The Plan of Merger was approved on February 28, 1999 by the holders of a majority of the issued and outstanding common stock of SCI, being the only issued and outstanding capital stock entitled to vote thereon, in the manner prescribed by Fla. Stat. §607.1103, in an action by written consent, as follows:

The vote is sufficient for approval.

Total Outstanding	Votes For	Not Voted
40,098,320	29,850,000	10,248,320

6. The Plan of Merger was approved on February 11, 1999 by the board of directors of Hitsgalore.com in the manner prescribed by NRS §78.453, in an action by written consent.

7. The Plan of Merger was approved on February 11, 1999 by the holders of a majority of the issued and outstanding common stock of Hitsgalore.com, being the only issued and outstanding capital stock entitled to vote thereon, in the manner prescribed by NRS §78.453, in an action by written consent, as follows:

The vote is sufficient for approval.

Total Outstanding	Votes For	Not Voted
15,000	15,000	0

§. The Articles of Incorporation of the surviving corporation shall not be changed in the merger, except the name of the surviving corporation, SCI, shall be changed to Hitsgalore.com, Inc., the Articles of Incorporation, as amended, of the surviving corporation being amended hereby.

IN WITNESS WHEREOF, the undersigned Presidents, with the attestations of the Secretaries, of the respective constituent corporations, duly authorized hereunto, have executed the within Articles of Merger effective as of March 12, 1999.

(CORPORATE SEAL)

Systems Communications, Inc.

ATTEST:

By: James T. Kowalczyk
James T. Kowalczyk, President

Edwin B. Salmon, Jr., Secretary

(CORPORATE SEAL)

Hitsgalore.com

ATTEST:

By: Steve Bradford, Pres.
Steve Bradford, President

Steve Bradford, Sec.
Steve Bradford, Secretary

STATE OF FLORIDA }
COUNTY OF PINELLAS } ss:

The foregoing instrument was acknowledged before me, the undersigned Notary Public, this 12 day of March, 1999, by James T. Kowalczyk, as President of Systems Communications, Inc., on behalf of the corporation. He is personally known to me or produced _____ (e.g. driver's license) as identification and did not take an oath.

[SEAL] Richard A. Sweet



STATE OF CALIFORNIA }
COUNTY OF San Bernardino } ss:

The foregoing instrument was acknowledged before me, the undersigned Notary Public, this 15 day of March, 1999, by Steve Bradford, as President of Hitsgalore.com on behalf of the corporation. He is personally known to me or produced driver's license (e.g. driver's license) as identification and did not take an oath.

(SEAL) Mary Ann Bergeron

