

CT CORPORATION SYSTEM

# K76336

CORPORATION(S) NAME

Computec America International, Inc. Merged Into: Acer Latin America, I

0

*Merger*

800004446818--1  
-06/27/01--01001--013  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input checked="" type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input type="checkbox"/> Registered Partner	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Mail Out	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up

FILED  
01 JUN 26 PM 5:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Name  
Availability  
Document  
Examiner  
Updater  
Verifier  
W.P. Verifier

6/26/01

Order#: 4590917

Ref#: \_\_\_\_\_

Amount: \$ \_\_\_\_\_

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

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ARTICLES OF MERGER  
Merger Sheet

MERGING: -----

COMPUTEC AMERICA INTERNATIONAL, INC., a Delaware corp.  
F96000005533

INTO

**ACER LATIN AMERICA, INC.**, a Florida entity, K76336.

File date: June 26, 2001

Corporate Specialist: Annette Ramsey

**ARTICLES AND PLAN OF MERGER  
OF  
COMPUTEC AMERICA INTERNATIONAL, INC.  
INTO  
ACER LATIN AMERICA, INC.**

**FILED  
01 JUN 26 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

Pursuant to the provisions of Section 607.1105 of the Florida Business Corporation Act, the undersigned corporation does hereby make and execute these Articles of Merger for the purpose of merging Computec America International, Inc. into Acer Latin America, Inc. (the "Merger"):

The Plan of Merger is as follows:

1. The name of each corporation to be merged is Computec America International, Inc., a Delaware corporation ("CAI"), and Acer Latin America, Inc., a Florida corporation ("ALA"). The name of the surviving corporation is Acer Latin America, Inc.

2. At the time the Merger is effective (the "Effective Time"), each issued and outstanding share of the common stock of CAI shall, by virtue of the Merger and without any action by the holder thereof, be canceled and extinguished. At the Effective Time, each issued and outstanding share of ALA common stock shall remain issued and outstanding and unaffected by the Merger.

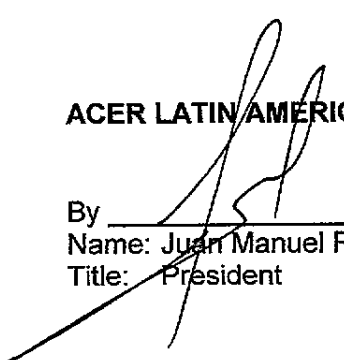
(a) The effective date of the Merger shall be the date of the filing of these Articles of Merger.

(b) Shareholder approval was not required because CAI is a wholly owned subsidiary of ALA.

(c) The date of adoption of the Plan of Merger by the Board of Directors was March 28, 2001.

Dated: March 28, 2001.

**ACER LATIN AMERICA, INC.**

By   
Name: Juan Manuel Rojas  
Title: President