

P00000081992

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

August 6, 2001
By Express U.S. Mail or Overnight Courier

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

100004522721--1
-08/07/01--01053--002
*****35.00 *****35.00

Re: I-Academy, Inc., Document # P00000081992 "surviving corporation"
Specialized Solutions, Inc., Document # P96000097729 "disappearing corporation"
Articles of Merger

Dear Sir or Madam:

100004522721--1
-08/07/01--01053--003
*****35.00 *****35.00

Enclosed please find two executed originals of Articles of Merger for the above-referenced Florida, for profit corporations and two company checks for the filing fee in the aggregate amount of \$70. Please file the Articles and return one original showing the Division's filing stamp to the undersigned for the company records.

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

Very truly yours,

Jackson L. Morris
Jackson L. Morris

*Merger
8-16-01
PMS*

FILED
01 AUG - 7 AM 10: 28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

cc: Charlie Neal, Esq.

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

SPECIALIZED SOLUTIONS, INC., a Florida corporation, P96000097729

INTO

I-ACADEMY, INC. which changed its name to

SPECIALIZED SOLUTIONS, INC., a Florida entity, P00000081992.

File date: August 7, 2001

Corporate Specialist: Doug Spittler

FILED

01 AUG -7 AM 10:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

Merger of Specialized Solutions, Inc. into i-Academy, Inc.

Pursuant to the provisions of §607.1101, et seq., Fla. Stat., the Florida Business Corporation Act, the undersigned corporations hereby adopt the following Articles of Merger for the purpose of merging themselves into one corporation.

1. The names of the corporations which are parties to the merger are: Specialized Solutions, Inc., a Florida corporation, the absorbed corporation, ("Specialized") and i-Academy, Inc., a Florida corporation, the surviving corporation ("i-Academy").

2. The Plan of Merger is that (i) Specialized shall be merged with i-Academy, be absorbed into i-Academy and cease to exist; (ii) i-Academy shall be the surviving company; (iii) all of the debts, obligations, property, rights and licenses of Specialized existing before the merger shall become the debts, obligations, property and rights of i-Academy; (iv) the 100 shares of Specialized's issued and outstanding common stock shall be converted automatically in the merger into 4,825,000 shares of i-Academy; (v) i-Academy will issue an additional 3,499,900 shares to the holder of its 100 shares of issued and outstanding common stock; and, (vi) the name of i-Academy shall be changed to "Specialized Solutions, Inc." By separate amendment of its Articles of Incorporation; (vii) the bylaws of i-Academy shall be and remain the bylaws of the surviving company; and (viii) the board of directors and officers of Specialized shall be the board of directors and officers of the surviving corporation, subject to additions thereto subsequent to the merger as determined by such board of directors.

3. The merger shall be effective on the date these Articles of Merger are accepted for filing by the Secretary of State of Florida.

4. The Plan of Merger was approved on August 6, 2001 by the stockholders of each of the undersigned corporations consistent with their corporate documents and in the manner prescribed by the Florida Business Corporation Act.

5. As to each of the undersigned corporations, the numbers of shares outstanding and the designation and number of shares of each class entitled to vote as a class are as follows:

<u>NAME OF CORPORATION</u>	<u>TOTAL NUMBER OF SHARES OUTSTANDING AND ENTITLED TO VOTE</u>
Specialized Solutions, Inc.	100
I-Academy, Inc.	100

No shares are entitled to vote as a class.

6. As to each of the undersigned corporations, the total number of shares voted for and against the Plan of Merger, respectively, are as follows:

<u>NAME OF CORPORATION</u>	<u>TOTAL VOTED FOR</u>	<u>TOTAL VOTED AGAINST</u>
Specialized Solutions, Inc.	100	0
I-Academy, Inc.	100	0

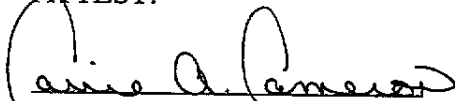
7. In the event 2,500,000 shares of the Corporations common stock have not been distributed on or before December 31, 2001 as a dividend to the stockholders of Stampede Worldwide, Inc., a Florida corporation, as provided herein, then Carrie Cameron shall have the sole and exclusive right to receive the Merger and the parties shall be returned to the status quo ante.

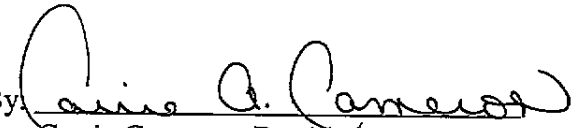
IN WITNESS WHEREOF, the undersigned, President of Specialized Solutions, Inc. and the President of i-Academy, Inc., have executed the within Articles of Merger this 6th day of August, 2001, and caused said Articles to be filed in the office of the Secretary of State for the State of Florida, effective upon the filing thereof.

(CORPORATE SEAL) 

Specialized Solutions, Inc.

ATTEST:


Carrie Cameron, Secretary

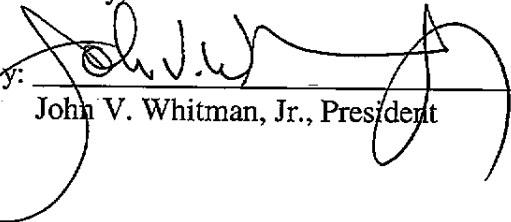
By: 
Carrie Cameron, President

(CORPORATE SEAL)

ATTEST:


Jackson, Secretary

i-Academy, Inc.

By: 
John V. Whitman, Jr., President