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SECRETARY OF STATE
AND ANASSEE, FLORID.

3/5/03 Share Exchange

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February 27, 2003

## Via Federal Express

Florida Department of State Corporations Division Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

> Filing of Articles of Share Exchange Between E-Connect Network, Inc. and GLUV International, Inc.

Dear Corporations Division:

Pursuant to Florida Statutes § 607.1105, enclosed herein please find an original and one copy of Articles of Share Exchange of E-Connect Network, Inc., a Florida Corporation, with Gluv International, Inc. a Georgia Corporation. Please file the original and kindly return a date stamped copy to the undersigned at the above address in the enclosed self-addressed, stamped envelope.

Also inclosed is the statutory filing fee of \$70.00 (\$35.00 per party). If you have any questions, please do not hesitate to call. Thank you for your assistance.

Very truly yours,

hn H. Patteson,

JHP

Enclosures

cc: G. Bland Byrne, Esq.

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FILED

**Articles of Share Exchange** 

of

E-Connect Network, Inc., a Florida corporation, with

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Gluv International, Inc., a Georgia corporation

THESE ARTICLES OF SHARE EXCHANGE are entered into by and between E-CONNECT NETWORK, INC., a Florida corporation ("E-Connect"), and GLUV INTERNATIONAL, INC., a Georgia corporation ("Gluv").

Pursuant to Section 607.1105 of the Florida Business Corporation Act (the "Act"), E-Connect and Gluv adopt the following Articles of Share Exchange:

- 1. Each of E-Connect and Gluv has entered into a certain Agreement for Exchange of Common Stock dated February 17, 2003 (the "Exchange Agreement"). Pursuant to the Exchange Agreement, the plan of share exchange is that each and every issued and outstanding share of common stock of Gluv will be exchanged for one share of common stock of E-Connect, and Gluv will become a wholly-owned subsidiary of E-Connect.
- 2. The effective date of the exchange of shares pursuant to the Exchange Agreement shall be the date of filing of these Articles of Share Exchange with the Secretary of State of the State of Florida.
- 3. The Exchange Agreement was adopted by the Board of Directors of E-Connect on February 17, 2002. Approval of the Exchange Agreement by the shareholders of E-Connect is not required pursuant to Section 607.1103(1) of the Act. The Exchange Agreement was adopted by the Board of Directors of Gluv on February 17, 2003 and by the sole shareholder of Gluv on February 17, 2003.

IN WITNESS WHEREOF, each of the parties, by and through its undersigned officer thercunto duly authorized, has executed these Articles of Share Exchange on February 17, 2003.

E-CONNECT NETWORK, INC.

GLUV INTERNATIONAL, INC.

Susan Parker President