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ADMITTED IN  
CA, DG, MD

June 5, 2002

Division of Corporations

P.O. Box 6327

Tallahassee, FL 32314

100005729261--6  
-06/10/02--01067--016  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

**RE: Filing of Articles of Merger**

**Surviving Corporation: Chamberland Technology Group, Inc., a Florida Corporation**

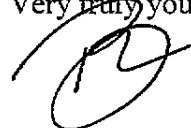
Dear Sir or Madam:

The enclosed Articles of Merger and Plan of Merger are being submitted for filing in accordance with Florida Statutes Section 607.1105. The surviving corporation is Chamberland Technology Group, Inc., a Florida corporation.

A check in the amount of \$70.00 made payable to the "Florida Department of State" is enclosed for the filing fee for the two merging corporations.

If you have any questions regarding this filing, please call me.

Very truly yours,



Bruce L. Stern

Enclosures

cc: Colette Chamberland

FILED  
02 JUN 10 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Merger

T BROWN JUN 12 2002

ARTICLES OF MERGER  
Merger Sheet

MERGING: -----

UEBERSOFT INTERACTIVE, INC., a entity not qualified in Florida

INTO

CHAMBERLAND TECHNOLOGY GROUP, INC., a Florida entity,  
P02000049921.

File date: June 10, 2002

Corporate Specialist: Teresa Brown

**FILED**  
02 JUN 10 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF MERGER

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The following Articles of Merger are submitted in accordance with the Florida Business Corporation Act (Section 607.1105, F.S.) and Section 13.1-720 of the Code of Virginia.

**FIRST:** The surviving corporation is Chamberland Technology Group, Inc., a corporation organized and operating under the laws of the State of Florida ("Surviving Corporation").

**SECOND:** The merging corporation is Uebersoft Interactive, Inc., a corporation organized and operating under the laws of the Commonwealth of Virginia ("Merging Corporation").

**THIRD:** The Plan of Merger is attached.

**FOURTH:** The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

**FIFTH:** The Plan of Merger was adopted by the Board of Directors of the Surviving Corporation on June 1, 2002 and shareholder approval was not required as the Surviving Corporation has no outstanding shares.

**SIXTH:** The Plan of Merger was adopted by unanimous consent of the shareholders of the Merging Corporation on June 1, 2002.

**Uebersoft Interactive, Inc.**

**Chamberland Technology  
Group, Inc.**

  
Colette Chamberland  
President

  
Colette Chamberland  
President

## **PLAN OF MERGER**

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The following Plan of Merger is submitted in compliance with the Florida Business Corporation Act (Section 607.1101, F.S.) and Section 13.1-716 of the Code of Virginia.

**FIRST:** The surviving corporation is Chamberland Technology Group, Inc., a corporation organized and operating under the laws of the State of Florida ("Surviving Corporation").

**SECOND:** The merging corporation is Uebersoft Interactive, Inc., a corporation organized and operating under the laws of the Commonwealth of Virginia ("Merging Corporation").

**THIRD:** The terms of the merger are as follows: On the effective date of the merger, the Merging Corporation shall merge into the Surviving Corporation and the corporate existence of the Merging Corporation shall cease. On the effective date of the merger, each outstanding share of the Merging Corporation shall be converted into one share of the Surviving Corporation. The outstanding shares of the Surviving Corporation will not be converted, exchanged or altered in any manner, but shall remain outstanding shares of the Surviving Corporation.

**FOURTH:** Each shareholder of the Merging Corporation holding a certificate representing shares of such corporation shall surrender such certificate and shall be entitled to receive certificates representing the shares of

the Surviving Corporation to which the Shareholder is entitled under this Plan of Merger. After the effective date of the merger and before such surrender, each certificate representing shares of the Merging Corporation shall be deemed for all purposes to evidence ownership of a like number of shares of the Surviving Corporation.