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Division of Corporations

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MERGER OR SHARE EXCHANGE

International Data Base Corp., a New York corp.

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Merger

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
BETWEEN
ALBANY ACQUISITION, INC.
AND
INTERNATIONAL DATA BASE CORP.

Pursuant to the provisions of the Florida Business Corporation Act, the domestic business corporation and the foreign business corporation named in these Articles of Merger do submit the following articles of merger.

1. Annexed to these Articles of Merger as Exhibit A is the Agreement and Plan of Merger (the "Plan of Merger") for merging Albany Acquisition, Inc., a Florida corporation (the "Merging Corporation") with and into International Data Base Corp., a New York corporation (the "Surviving Corporation").

2. The sole shareholder entitled to vote on the Plan of Merger of the Merging Corporation approved and adopted the Plan of Merger by written consent given by such shareholder in accordance with the provisions of Section 607.0704 of the Florida Business Corporation Act on August 16, 2004.

3. The board of directors of the Merging Corporation approved and adopted the Plan of Merger by unanimous written consent in accordance with the provisions of Section 607.0821 of the Florida Business Corporation Act on August 16, 2004.

4. The merger of the Merging Corporation with and into the Surviving Corporation is permitted by the laws of the jurisdiction of organization of the Surviving Corporation and has been authorized in compliance with said laws. The date of approval and adoption of the Plan of Merger by the shareholders of the Surviving Corporation entitled to vote on the Plan of Merger and the board of directors of the Surviving Corporation was August 16, 2004.

5. The effective time and date of this Merger shall be upon filing.

IN WITNESS WHEREOF, the undersigned have executed this document on this 16th day of August, 2004.

ALBANY ACQUISITION, INC.,
a Florida corporation

By: [Signature]

Name: JEAN W. CESTAGE

Title: JD and Secretary

INTERNATIONAL DATA BASE CORP.,
a New York corporation

By: [Signature]

Name: Peter A. Ansore

Title: President & Secretary

EXHIBIT A

AGREEMENT AND PLAN OF MERGER
BETWEEN
ALBANY ACQUISITION, INC.
AND
INTERNATIONAL DATA BASE CORP.

AGREEMENT AND PLAN OF MERGER adopted by Albany Acquisition, Inc., a business corporation organized under the laws of the State of Florida, by resolution of its board of directors as of August 16, 2004, and adopted by International Data Base Corp., a business corporation organized under the laws of the State of New York, by resolution of its board of directors as of August 16, 2004.

The names of the corporations planning to merge are Albany Acquisition, Inc., a business corporation organized under the laws of the State of Florida and International Data Base Corp., a business corporation organized under the laws of the State of New York. The name of the surviving corporation into which Albany Acquisition, Inc., a Florida corporation ("AA") plans to merge is International Data Base Corp., a New York corporation ("IDBC").

1. AA and IDBC shall, pursuant to the provisions of the Florida Business Corporation Act and the provisions of the laws of the jurisdiction of organization of IDBC be merged with and into a single corporation, to wit, IDBC, which shall be the surviving corporation upon the effective time and date of the merger and which is sometimes hereinafter referred to as the "surviving corporation", and which shall continue to exist as said surviving corporation under its present name pursuant to the provisions of the laws of the jurisdiction of its organization. The separate existence of AA, which is sometimes hereinafter referred to as the "non-surviving corporation," shall cease at the effective time and date of the merger in accordance with the provisions of the Florida Business Corporation Act.

2. The effective time and date of the Merger shall be upon filing.

3. The Articles of Incorporation of the surviving corporation as of the effective time of the merger shall be the Articles of Incorporation of said surviving corporation and shall continue in full force and effect until amended in the manner prescribed by the provisions of the laws of the jurisdiction of organization of the surviving corporation.

4. The bylaws of the surviving corporation as of the effective time of the merger will be the bylaws of said surviving corporation and shall continue in full force and effect until changed, altered, or amended as provided in such bylaws and in the manner prescribed by the provisions of the laws of the jurisdiction of organization of the surviving corporation.

5. The directors and officers in office of the non-surviving corporation at the effective time and date of the merger shall be the members of the first board of directors and the first officers of the surviving corporation, all of whom shall hold their respective offices until their successors are elected and qualified, or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.

6. At the effective time and date of the merger, by virtue of the merger and without any further action on the part of the non-surviving corporation, each issued and outstanding share of common stock of the non-surviving corporation immediately prior to the effective time and date of the merger shall be cancelled and converted into one share of common stock of the surviving corporation's common stock.

7. At the effective time and date of the merger, by virtue of the merger and without any further action on the part of the surviving corporation, each issued and outstanding share of common stock of the surviving corporation outstanding immediately prior to the effective time and date of the merger shall be cancelled and converted into the right to receive \$0.69 per share.

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8. The Agreement and Plan of Merger herein made and approved shall be submitted to the sole shareholder of the non-surviving corporation for its approval or rejection in the manner prescribed by the provisions of the Florida Business Corporation Act, and the merger of the non-surviving corporation with and into the surviving corporation shall be authorized in the manner prescribed by the laws of the jurisdiction of organization of the surviving corporation.

9. In the event that the Agreement and Plan of Merger shall have been approved by the sole shareholder of the non-surviving corporation in the manner prescribed by the provisions of the Florida Business Corporation Act, and in the event that the merger of the non-surviving corporation with and into the surviving corporation shall have been duly authorized in compliance with the laws of the jurisdiction of organization of the surviving corporation, the non-surviving corporation and the surviving corporation hereby stipulate that they shall cause the appropriate officers to execute, file and/or record any document or documents prescribed by the laws of the State of Florida and of the State of New York, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

10. The board of directors and the proper officers of the non-surviving corporation and of the surviving corporation, respectively, are authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Agreement and Plan of Merger or of the merger provided for in this Agreement and Plan of Merger.