

DEC. 29. 2006

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NO. 888

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Florida Department of State
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MERGER OR SHARE EXCHANGE

SPRINGFIELD INTERNET SERVICES, INC.

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ARTICLES OF MERGER

(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Springfield Internet Services, Inc.</u>	<u>Florida</u>	<u></u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Springfield Internet Services, Inc.</u>	<u>New York</u>	<u></u>
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>
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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.

OR / / (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on December 11, 2006.

The Plan of Merger was adopted by the board of directors of the surviving corporation on and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on December 11, 2006.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on and shareholder approval was not required.

(Attach additional sheets if necessary)

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Name of Corporation

Signature of an Officer or Director

Typed or Printed Name of Individual & Title

Springfield Internet Services, Inc

Russell Gewirtz

Springfield Internet Services, Inc.

Russett, Gervitz

PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

Name

Jurisdiction

Springfield Internet Services, Inc.

Florida

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

Springfield Internet Services, Inc.

New York

Third: The terms and conditions of the merger are as follows:

The name of the surviving corporation in the merger is Springfield Internet Services, Inc., a Florida corporation, which will continue its existence as the surviving corporation under the name Springfield Internet Services, Inc. upon the effective date of said merger pursuant to the provisions of the Corporation Law of the State of Florida.

The Certificate of Incorporation and the By-laws of the surviving corporation shall be the Certificate of Incorporation and By-laws of Springfield Internet Services, Inc., a Florida corporation.

Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

Each share of capital stock of the non-surviving corporation shall be deemed to be, and shall be, canceled and retired.

(Attach additional sheets if necessary)