

UCC SERVICES

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Division of Corporations

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MERGER OR SHARE EXCHANGE

Clear Blue Interactive, Inc.

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(Attach additional sheets if necessary)

Douglas Stukel, President

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

Clear Blue Interactive, Inc.

Florida

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

CBI Acquisition, Inc.

Florida

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

This is a reverse triangular merger between BSA Satelink, Inc., its subsidiary CBI Acquisition, Inc. ("CBI") and Clear Blue Interactive, Inc. ("Clear Blue") whereby CBI will merge with and into Clear Blue which will be the surviving corporation. The Articles of Incorporation of Clear Blue shall remain in effect until duly amended as provided therein or by applicable law. The bylaws of Clear Blue shall be the bylaws of the Surviving Corporation, until duly amended as provided therein or by applicable law. The officers of surviving corporation shall be Scott Mitchell - President and CEO, Kristi Mitchell-VP Marketing and Asst. Secretary, Derry "Skip" Behm - CFO, Secretary and Treasurer. The directors of the Surviving Corporation shall be Scott Mitchell, Marc Mitchell, Charlie Fink, Douglas Stukel and David Beamish, until the earlier of their resignation or removal or until their respective successors are duly elected and qualified, as the case may be.

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:

At the effective time of the merger, the issued and outstanding shares of Clear Blue Interactive, Inc. will be converted into 9,000,000 shares and a warrant to purchase 1,800,000 shares of BSA Satelink, Inc.

(Attach additional sheets if necessary)

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

OR

Restated articles are attached:

Other provisions relating to the merger are as follows: