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Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**MERGER OR SHARE EXCHANGE
OPTEEV TECHNOLOGIES, INC.**

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ARTICLES OF MERGER**Between****OPTEEV TECHNOLOGIES, INC.**
(a Florida corporation, the Surviving Corporation)**and****OPTEEV TECHNOLOGIES, INC.**
(a Maryland corporation)SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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OPTEEV TECHNOLOGIES, INC., a Florida corporation (the "Surviving Corporation") and OPTEEV TECHNOLOGIES, INC., a Maryland corporation ("Target"), hereby certify to the Secretary of State of Florida and State Department of Assessments and Taxation of Maryland that:

FIRST: Target and the Surviving Corporation agree that Target shall be merged with and into the Surviving Corporation, which shall continue under the name of OPTEEV TECHNOLOGIES, INC. The names of the Corporations included in the merger are as set forth above. The Surviving Corporation was incorporated under the general laws of the State of Florida on December 15, 2021. Target was incorporated under the general laws of the State of Maryland on May 26, 2021.

SECOND: The principal office of the Surviving Corporation is located at 8960 Bay Colony Drive, Toscana 1502, Naples, FL 34108. The principal office of Target is located at 222 East Thomas Avenue, Baltimore, Maryland 21225. Target owns no interest in land in the State of Maryland, the title to which could be affected by the recording of an instrument among the land records

THIRD: The terms and conditions of the merger set forth in these Articles of Merger (and the corresponding Agreement and Plan of Merger) were advised, authorized, and approved by the Surviving Corporation in the manner and by the vote required by its Articles of Incorporation, s.607.1101(1)(b), F.S., and the general laws of the State of Florida as follows:

(a) The Board of Directors of the Surviving Corporation adopted resolutions declaring that the merger of Target into the Surviving Corporation is advisable in the form and upon the terms and conditions set forth in these Articles of Merger (and the corresponding Agreement and Plan of Merger). The resolutions of the Board of Directors were adopted by a unanimous written consent in accordance with Section 607.0821 of the Florida Business Corporation Act.

(b) No stockholder approval is required to approve the Articles of Merger (and the corresponding Agreement and Plan of Merger) by the Surviving Corporation.

FOURTH: The terms and conditions of the merger set forth in these Articles of Merger (and the corresponding Agreement and Plan of Merger) were advised, authorized, and approved by

Target in the manner and by the vote required by its Articles of Incorporation and the general laws of the State of Maryland. The manner in which the merger was approved is as follows:

(a) The Board of Directors of Target adopted resolutions declaring that the merger of Target into the Surviving Corporation is advisable in the form and upon the terms and conditions set forth in these Articles of Merger (and the corresponding Agreement and Plan of Merger), and directing that the proposed merger be submitted to the Stockholders for consideration and approval. The resolutions of the Board of Directors were adopted by a Consent of Directors signed by all of the Directors of Target.

(b) The Stockholders of Target approved the merger, in the form and upon the terms and conditions set forth in these Articles of Merger (and the corresponding Agreement and Plan of Merger), by a Consent of Stockholders signed in accordance with Section 2-505 of the Maryland General Corporation Law.

SIXTH: The Articles of Incorporation of the Surviving Corporation shall not be amended as a result of this merger. The Surviving Corporation shall continue under its present Articles of Incorporation, and the present By-Laws, officers, and directors of the Surviving Corporation shall continue to be the By-Laws, officers, and directors of the Surviving Corporation upon the effectiveness of the merger.

SEVENTH: The total number of shares of stock which each of the Corporations party to these Articles of Merger has authority to issue, the number and par value of the shares of each class, and the aggregate par value of, those shares of stock, are as follows:

(a) Target has authorized One Million (1,000,000) shares, consisting of Ten Thousand (10,000) shares of Class A Voting Common Stock, par value One Cent (\$.01) per share, and Nine Hundred Ninety Thousand (990,000) shares of Class B Non-Voting Common, par value One Cent (\$.01) per share, with an aggregate par value of Ten Thousand Dollars (\$10,000).

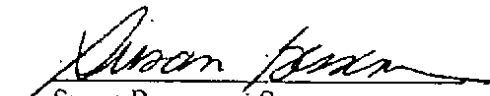
(b) Surviving Corporation has authorized One Million (1,000,000) shares, consisting of Ten Thousand (10,000) shares of Class A Voting Common Stock, par value One Cent (\$.01) per share, and Nine Hundred Ninety Thousand (990,000) shares of Class B Non-Voting Common, par value One Cent (\$.01) per share, with an aggregate par value of Ten Thousand Dollars (\$10,000).

EIGHTH: At and as of the effective time of the merger, each share of the issued and outstanding Class A Common Stock and Class B Common Stock of Target held by its Stockholders shall be surrendered and canceled. Each Stockholder of Target shall receive, in exchange for each share of Target so surrendered and canceled, one (1) share of the Class A Common Stock or Class B Common Stock, as the case may be, of the Surviving Corporation.

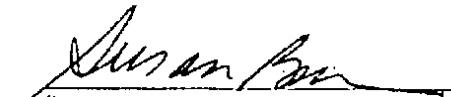
NINTH: The effective time of the merger shall be the date on which these Articles of Merger are accepted by the State Department of Assessments and Taxation of Maryland and by the Florida Secretary of State for record.

IN WITNESS WHEREOF, these Articles of Merger are hereby signed for and on behalf of Target by its President, who hereby acknowledges that these Articles of Merger are the act of that Corporation, and who hereby states under the penalties for perjury that the matters and facts set forth herein with respect to authorization and approval of the merger are true in all material respects to the best of his or her knowledge, information, and belief. These Articles of Merger have been signed for and on behalf of Surviving Corporation by its President, who hereby acknowledges that these Articles of Merger are the act of that Corporation, and who hereby states under the penalties for perjury that the matters and facts set forth herein with respect to authorization and approval of the merger are true in all material respects to the best of his or her knowledge, information, and belief.

WITNESS/ATTEST:


Susan Bessemer, Secretary

WITNESS/ATTEST:


Susan Bessemer, Secretary

OPTEEV TECHNOLOGIES, INC., a Florida
corporation (Surviving Corporation)


By: _____
Conrad M. Bessemer, President

OPTEEV TECHNOLOGIES, INC., a Maryland
corporation (Target)


By: _____
Conrad M. Bessemer, President

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TALLAHASSEE, FLORIDA

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