

P93000075360

ARTICLES OF MERGER
Merger Sheet

MERGING:

200002396372--9

USA-UPTEKA INTERNTIONAL, INC., a Florida corporation, P93000075360

INTO

USA-UPTEKA INTERNATIONAL ACQUISITION CORP. which changed its
name to

USA-UPTEKA INTERNATIONAL, INC., a Florida corporation, P97000099097

File date: December 22, 1997

Corporate Specialist: Darlene Connell