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MERGER OR SHARE EXCHANGE Interlink Communication Systems, Inc.

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ARTICLES OF MERGER MERGING ICS CONSOLIDATED, INC. AND

NETLINK TECHNOLOGIES INTEGRATED, INC. INTO INTERLINK COMMUNICATION SYSTEMS, INC.

Pursuant to Section 607.1105 of the Florida Statutes, ICS CONSOLIDATED, INC., a Florida corporation ("Parent"), hereby delivers these Articles of Merger for the purpose of merging Parent and NETLINK TECHNOLOGIES INTEGRATED, INC., a Florida corporation ("Subsidiary II") into INTERLINK COMMUNICATION SYSTEMS, INC., a Florida corporation ("Subsidiary I") or "Surviving Entity"):

- 1. A copy of the Plan of Merger (the "Plan") is attached as Exhibit A to these Articles of Merger.
- 2. The Plan was approved by the sole shareholder and the Board of Directors of Parent, in accordance with the applicable provisions of Chapter 607 of the Florida Statutes, on December 28th, 2011.
- 3. Pursuant to Section 607.1104(1) of the Florida Statutes, the approval of the shareholders and the Board of Directors of Subsidiary I and Subsidiary II is not required.
 - 4. This merger shall become effective at 11:59 P.M. on December 31, 2011,

IN WITNESS WHEREOF, the constituent corporations have executed the Articles of Merger this 28th day of December, 2011.

ICS CONSOLIDATED, INC., a Floring

corporation/

James Bradshaw, President

AVERLINK COMMUNICATION SYSTEMS,

INC., a Florida corporation

James Bradshaw, President

METIANK TECHNOLOGIES INTEGRATED.

INC, a Florida corporation

James Bradshaw, President

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Exhibit A

PLAN OF MERGER

This PLAN OF MERGER (this "Plan") is hereby adopted by ICS CONSOLIDATED, INC., a Florida corporation ("Parent"), INTERLINK COMMUNICATION SYSTEMS, INC., a Florida corporation ("Subsidiary I" or the "Surviving Entity"), and NETLINK TECHNOLOGIES INTEGRATED, INC., a Florida corporation ("Subsidiary II" and, together with Parent and Subsidiary I, the "Corporations"), for the purpose of merging Parent and Subsidiary II into Subsidiary I in accordance with the provisions of Section 607.1108 of the Florida Statutes.

- 1. Parent-Subsidiary Merger. Parent owns 100% of the outstanding shares of each of Subsidiary I and Subsidiary II. Parent and Subsidiary II will be merged with and into Subsidiary I pursuant to and in accordance with Section 607.1104 of the Florida Statutes (the "Merger"). As a result of the Merger, the separate existence of Parent and Subsidiary II will cease, and Subsidiary I, as the Surviving Entity, will be fully vested in the rights, privileges and assets of Parent and Subsidiary II and will be responsible for the debts, liabilities and obligations of Parent and Subsidiary II.
- 2. Treatment of Ownership Interests. Each share of stock of Subsidiary I and each share of stock of Subsidiary II issued and outstanding immediately prior to the Merger shall, by virtue of the Merger and without any action on behalf of any party to this Plan, be cancelled and no consideration shall be issued in respect thereof. Each share of stock of Parent issued and outstanding immediately prior to the Merger shall, by virtue of the Merger and without any action on behalf of any party to this Plan, be converted into and shall automatically become one share of common stock of the Surviving Entity. Upon surrender to the Surviving Entity of stock certificates evidencing the outstanding capital stock of Parent, the Surviving Entity shall issue to such holder a stock certificate evidencing a like number of shares of stock of the Surviving Entity. Immediately after giving effect to the Merger, the sole shareholder of Parent will own 100% of the outstanding shares of the Surviving Entity.
- 3. <u>Articles of Incorporation of Surviving Entity</u>. The articles of incorporation of the Surviving Entity shall not differ from its articles in effect immediately prior to the Merger.
- 4. <u>Management of Surviving Entity</u>. Management of the Surviving Entity shall be vested in its Board of Directors. The names and business addresses of the directors of the Surviving Entity are:

| James Bradshaw | Martin L. Poad | William A. Scott |
|-------------------------|-------------------------|-------------------------|
| 640 Brooker Creek Blvd. | 640 Brooker Creek Blvd. | 640 Brooker Creek Blvd. |
| Suite 465 | Suite 465 | Suite 465 |
| Oldsmar, FL 34677 | Oldsmar, FL 34677 | Oldsmar, FL 34677 |

5. Notice of Dissenters Rights. Shareholders of Subsidiary I and Subsidiary II who, except for the applicability of Fla. Stat. Section 607.1104, would be entitled to vote and who dissent from the Merger pursuant to Fla. Stat. Section 607.1321, may be entitled, if they comply with the provisions of the Florida Business Corporation Act regarding appraisal rights, to be paid the fair value of their shares. There are no shareholders of Subsidiary I and Subsidiary II except for Parent.

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Exhibit A

6. <u>Waiver of Notice</u>. Parent, as the sole shareholder of each of Subsidiary I and Subsidiary II, waives the mailing requirement of Fla. Stat. Section 607.1104(3).
