

JUN-23-03 PM 03:00

229 P. /05 776

P98000008088

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000154939 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850)205-0380

From:

*James A. Truitt, Legal Assist.*  
Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.  
Account Number : 075471001363  
Phone : (305)374-5600  
Fax Number : (305)374-5095

CLERK OF STATE  
TALLAHASSEE, FLORIDA

05 JUN 23 AM 10:16

FILED

RECEIVED

05 JUN 23 AM 8:00

DIVISION OF CORPORATIONS

MERGER OR SHARE EXCHANGE

DRS TACTICAL SYSTEMS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

31376-132178

Electronic Filing Menu

Corporate Filing

Public Access Help

*gy mra pr*

(H05000154939)

**ARTICLES OF MERGER  
OF  
WALKABOUT COMPUTERS, INC.  
WITH AND INTO  
DRS TACTICAL SYSTEMS, INC.**

The following Articles of Merger have been duly adopted and are submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1104 of the Florida Statutes:

**First:** The name and jurisdiction of the surviving corporation ("Surviving Corporation") is:

<u>Name</u>	<u>Jurisdiction</u>
-------------	---------------------

DRS Tactical Systems, Inc.	Florida
----------------------------	---------

**Second:** The name and jurisdiction of the merging corporation ("Merging Corporation") is:

<u>Name</u>	<u>Jurisdiction</u>
-------------	---------------------

WalkAbout Computers, Inc.	Florida
---------------------------	---------

**Third:** On the Effective Date (as defined below) of the merger, Merging Corporation shall be merged with and into Surviving Corporation and the separate existence of Merging Corporation shall cease. Surviving Corporation is the surviving corporation of the Merger. A copy of the Plan of Merger is attached hereto as Exhibit A and made a part hereof by reference as if fully set forth herein.

**Fourth:** The Merger shall become effective ("Effective Date") upon the filing of these Articles of Merger with the Florida Department of State.

**Fifth:** In accordance with applicable Florida law, the Plan of Merger was approved by the Board of Directors of the Surviving Corporation by unanimous written consent as of June 23, 2005. In addition, the Plan of Merger was approved by the sole stockholder of the Surviving Corporation by unanimous written consent as of June 23, 2005.

[SIGNATURES APPEAR ON FOLLOWING PAGE]

(H05000154939)

{M2256732;1}

FILED  
05 JUN 23 10:15  
TALLAHASSEE  
FLORIDA

(H05000154939)

IN WITNESS WHEREOF, the parties have executed and delivered these Articles of Merger as of June 13, 2005.

DRS TACTICAL SYSTEMS, INC.

By: Richard McNeight

Name: Richard McNeight

Title: President

WALKABOUT COMPUTERS, INC.

By: Richard McNeight

Name: Richard McNeight

Title: President

(H05000154939)

{M2256732:1}

(H05000154939)

**EXHIBIT A**

**PLAN OF MERGER**

**WALKABOUT COMPUTERS, INC.**

**WITH AND INTO**

**DRS TACTICAL SYSTEMS, INC.**

The following Plan of Merger, which was adopted and approved in accordance with Section 607.1104 of the Florida Business Corporation Act, is submitted in compliance with Section 607.1104 of the Florida Statutes.

1. The name of the parent corporation is DRS Tactical Systems, Inc., a Florida corporation.
2. The name of the subsidiary corporation (the "Subsidiary"), is WalkAbout Computers, Inc., a Florida corporation.
3. DRS Tactical Systems, Inc. owns 100% of the outstanding shares of WalkAbout Computers, Inc.
4. The name of the surviving corporation (the "Surviving Corporation") is DRS Tactical Systems, Inc.
5. The manner and basis of converting the shares of the Subsidiary into shares of the Surviving Corporation are as follows:

Each outstanding share of capital stock of the Subsidiary shall be cancelled and each outstanding share of capital stock of the Surviving Corporation shall remain outstanding.

6. The merger shall become effective upon the filing of Articles of Merger with the Florida Department of State.

[SIGNATURES APPEAR ON FOLLOWING PAGE]

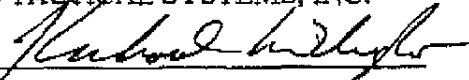
(H05000154939)

{M2256732.1}

(H05000154939)

IN WITNESS WHEREOF, the parties have executed and delivered this Plan of Merger as of June 23, 2005.

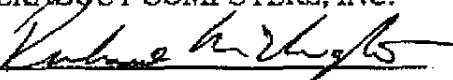
DRS TACTICAL SYSTEMS, INC.

By: 

Name: Richard McNeight

Title: President

WALKABOUT COMPUTERS, INC.

By: 

Name: Richard McNeight

Title: President