

Division of Corporations

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P98000045804

## Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

## Electronic Filing Cover Sheet

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DIVISION OF CORPORATIONS

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## MERGER OR SHARE EXCHANGE

## INTERNET COMMERCE, INC.

I WOULD ALSO LIKE TO HAVE A CERTIFICATE OF STATUS WHICH I NEGLECTED TO MARK WHEN FILING THIS ON LINE

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*Handwritten signature: K. Harris*  
*Handwritten date: MAR 27*

ARTICLES OF MERGER  
Merger Sheet

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MERGING:

PROCON SYSTEMS APS, a Denmark corporation, not qualified in Florida ""

INTO

INTERNET COMMERCE, INC. which changed its name to

**PROCON SYSTEMS, INC.**, a Florida entity, P98000045804

File date: March 27, 2002

Corporate Specialist: Karen Gibson

FAX AUDIT NO. H02000066361 5

ARTICLES OF MERGER  
of  
PROCON SYSTEMS ApS, a Danish Corporation  
into  
INTERNET COMMERCE, INC., a Florida Corporation

Under Section 607.1107 of the Florida Business Corporation Act

PROCON SYSTEMS APS and INTERNET COMMERCE, INC. hereby adopt the following Articles of Merger:

1. The name and state of incorporation of each of the constituent corporations is:

Internet Commerce, Inc.  
PROCON SYSTEMS ApS

Florida  
Denmark

2. The plan of merger, as provided in a Merger Agreement dated March 18, 2002, as amended (the "Plan of Merger"), provides for the exchange of all of the issued shares of common stock of PROCON SYSTEMS ApS solely for shares of common stock of Internet Commerce, Inc., as provided in the Merger Agreement.

3. The Merger shall be come effective as of the filing of these Articles of Merger with the Florida Department of State.

4. The Plan of Merger was adopted by the shareholders of PROCON SYSTEMS ApS, in the manner prescribed by the laws of the Kingdom of Denmark, on March 19, 2002, and by the shareholders of Internet Commerce, Inc., in the manner prescribed by the Florida Business Corporation Act, on March 20, 2002.

5. Internet Commerce, Inc. is the surviving corporation and it is to be governed by the laws of the State of Florida.

6. Article 1 of the Articles of Incorporation of Internet Commerce, Inc., as the surviving corporation, shall be amended to read as follows:

"The name of the corporation is PROCON SYSTEMS, INC."

IN WITNESS WHEREOF, the undersigned, authorized officers of the constituent corporations have duly executed these Articles of Merger on March 22, 2002.

PROCON SYSTEMS APS

INTERNET COMMERCE, INC.

By: 

René A. Møller, Chief Executive Officer

By: 

Bradford L. Tolley, President

SIGNATURE BY ELECTRONIC MEANS IS ACCEPTABLE

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