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MERGER OR SHARE EXCHANGE

YAK COMMUNICATIONS INC.

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**ARTICLES OF MERGER
OF
YAK COMMUNICATIONS INC.
AND
YAKQUISITION CORP.**

The undersigned entities hereby submit these Articles of Merger pursuant to Sections 607.1104, 607.1105 and 607.1107 of the Florida Business Corporation Act (the "Act"), and certify that:

1. Yakquisition Corp., a Delaware corporation ("Merger Subsidiary"), shall be merged with and into Yak Communications Inc., a Florida corporation (the "Company"), and the Company shall be the surviving corporation.

2. The Plan of Merger (as hereinafter defined) pursuant to which Merger Subsidiary shall be merged with and into the Company (the "Merger"), was approved by the board of directors and the sole stockholder of Merger Subsidiary on September 19, 2006, in accordance with the applicable provisions of Section 252 of the Delaware General Corporation Law. The Plan of Merger was adopted by the board of directors of the Company on September 20, 2006. In accordance with Section 607.1104 of the Act, the Plan of Merger was not required to be approved by the shareholders of the Company.

3. The Merger shall become effective at 3:00 p.m. on the date these Articles of Merger are filed with the Florida Department of State.

4. The Merger shall be carried out in accordance with the following plan of merger (the "Plan of Merger"):

PLAN OF MERGER

Section 1. The Parties. Merger Subsidiary shall be merged with and into the Company and the Company shall be the surviving corporation (the "Surviving Corporation"). Merger Subsidiary owns more than 80 percent of the outstanding shares of the Company's common stock, no par value (the "Company Common Stock").

Section 2. Terms and Conditions of Merger.

(i) The Merger shall become effective at 3:00 p.m. on the date these Articles of Merger are filed with the Florida Department of State (the "Effective Time").

(ii) At the Effective Time, Merger Subsidiary will be merged with and into the Company, and the Company will be the Surviving Corporation and will continue to exist under its present name pursuant to the provisions of the Act (the "Merger"). The separate corporate existence of Merger Subsidiary shall cease.

(iii) The Articles of Incorporation of the Company, as in effect immediately prior to the Effective Time, shall remain and be the Articles of Incorporation of the

Surviving Corporation, until amended pursuant to the provisions of the Act.

(iv) The Bylaws of the Company, as in effect immediately prior to the Effective Time, shall remain and be the Bylaws of the Surviving Corporation until changed, altered or amended as therein provided and in the manner prescribed by the provisions of the Act.

Section 3. Manner and Basis of Converting Shares. The manner of converting shares of the Company and Merger Subsidiary in the Merger shall be as follows:

At the Effective Time, by virtue of the Merger and without any action on the part of the holders of the Company Common Stock or capital stock of Merger Subsidiary:

- (i) each issued and outstanding share of Company Common Stock shall be converted into the right to receive, upon the surrender of the certificate formerly representing such share of Company Common Stock, the Merger Price (as hereinafter defined); and
- (ii) each share of Merger Subsidiary Common Stock issued and outstanding immediately prior to the Effective Time of the Merger shall be converted into one validly issued, fully paid and non-assessable share of the common stock of the Surviving Corporation.

Section 4. Definitions. Each capitalized term used but not otherwise defined in these Articles of Merger shall have the respective meaning set forth below.

"Merger Price" shall mean \$5.25.

"Merger Subsidiary Common Stock" shall mean the common stock, \$0.001 par value per share, of Merger Subsidiary.

"Offer" shall mean the tender offer made in accordance with the terms of that certain Agreement and Plan of Merger dated as of September 20, 2006, by and among Globalive Communications Corp., a Nova Scotia unlimited liability company, Merger Subsidiary and the Company.

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IN WITNESS WHEREOF, these Articles of Merger have been executed on behalf of each of Yak Communications Inc. and Yakquisition Corp. by their authorized officers as of November 7, 2006.

YAK COMMUNICATIONS INC.

By: 

Name: Charles J. Zwebner

Title: Chief Executive Officer

YAKQUISITION CORP.

By: 

Name: Anthony Lacavera

Title: Chief Executive Officer