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### MERGER OR SHARE EXCHANGE

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11/13/2004

# ARTICLES OF MERGER OF YAKQUISITION, L.P. AND YAK COMMUNICATIONS INC.

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SECREIARY OF STATE
AND ASSEE FLORID

The undersigned entities hereby submit these Articles of Merger pursuant to Sections 607.1103, 607.1108 and 607.1109 of the Florida Business Corporation Act (the "Act"), and certify that:

- 1. Yak Communications Inc., a Florida corporation (the "Company"), shall be merged (the "Merger") with and into Yakquisition, L.P., a Delaware limited partnership ("Yak 1P"), and Yak LP shall be the surviving entity.
- 2. The Plan of Merger (as hereunafter defined) was adopted by the Board of Directors of the Company on November 13, 2006 in accordance with the applicable provisions of the Act. On November 13, 2006, the Plan of Merger was approved by the sole shareholder of the Company in accordance with Section 607.1103 of the Act. On November 13, 2006, the Plan of Merger was approved by 2113659 Ontario inc., the sole general partner of Yak LP (the "Omeral Partner"), and Globalive Communications Corp., the sole limited partner of Yak LP, in accordance with Section 17-211 of the Delaware Revised Uniform Limited Partnership Act.
- 3. The Merger shall become effective at 2:00 p.m. on the date these Arucles 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. The Company shall be merged with and Yak LP and Yak LP shall be the surviving entity (the "Surviving Entity").

### Section 2. Terms and Conditions of Mereer.

- (i) The Merger shall become effective at 2:00 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, the Company will be merged with and into Yak LP, and Yak LP will be the Surviving Entity and will continue to exist under its present name pursuant to the provisions of the Delaware Revised Uniform Limited Partnership Act. The separate corporate existence of the Company shall cease.
- (iii) All of the shares of the Company's no par value cummon stock, issued and outstanding immediately prior to the Effective Time, shall no longer be outstanding and shall be cancelled and retired and cease to exist. General Partner, the sole general partner of Yak LP, shall continue to be the sole general partner of the Surviving Entity as of the

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Effective Time. Globalive Communications Corp., the sole limited partner of Yak LP, shall continue to be the sole limited partner of the Surviving Entity as of the Effective Time.

(iv) The Certificate of Limited Partnership and Amended and Restated Limited Partnership Agreement of Yak LP, as in effect immediately prior to the Effective Time, shall continue in full force and effect as the Certificate of Limited Partnership and Amended and Restated Limited Partnership Agreement of the Surviving Entry

### Section 3. Miscellaneous.

- (i) The business address of the General Partner of the Surviving Emity is 60 Adelaide Street East, 6th Floor, Toronto, Optario M5C 3E4 Canada.
- (ii) The Surviving Entity has its principal office at 60 Adelaide Street East, 6th Floor, Toronto, Ontario MSC 3E4 Canada.
- (iii) The Surviving Emity is defined to have appointed the Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of the Company.
- (iv) The Surviving Entity has agreed to promptly pay to the dissenting shareholders of the Company the amount, if any, to which they are entitled under Section 607.1302 of the Act.

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IN WITNESS WHERBOF, these Articles of Merger have been executed an behalf of each of Yak Communications Inc. and Yakquisition, L.P. by their authorized representatives as of November 13, 2006.

YAK COMMUNICATIONS INC.

Anthony Lacavera Chief Executive Officer

YAKQUISITION, L.P.

By: 2113659 ONTARIO INC.,

its General Rattner

Anthony Lacavera Chief Executive Officer

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