

P99000029885

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MERGER OR SHARE EXCHANGE

SBA NETWORK SERVICES, INC.

Certificate of Status	1
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Merger

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ARTICLES OF MERGER
Merger Sheet

MERGING:

US CONSTRUCTION GROUP, INC., a Florida corporation, P00000072138

INTO

SBA NETWORK SERVICES, INC., a Florida entity, P99000029885

File date: December 27, 2001, effective December 31, 2001

Corporate Specialist: Darlene Connell

ARTICLES OF MERGER
OF
US CONSTRUCTION GROUP, INC.
WITH AND INTO
SBA NETWORK SERVICES, INC.

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To the Department of State
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the Florida parent business corporation and the Florida wholly-owned subsidiary business corporation named below do hereby submit the following Articles of Merger.

1. Annexed hereto and made a part hereof is a Plan of Merger for merging US Construction Group, Inc. into SBA Network Services, Inc., as approved by the Board of Directors of the parent corporation on December 20, 2001.
2. The aforesaid Plan of Merger was adopted in accordance with the provisions of the Florida Business Corporation Act on December 20, 2001.
3. Shareholder approval was not required for the merger.
4. The effective time and date of the merger herein provided for shall be 11:59 p.m. on December 31, 2001.

Executed December 20, 2001

US CONSTRUCTION GROUP, INC.

By: _____

Thomas P. Hunt, Senior Vice President

SBA NETWORK SERVICES, INC.

By: _____

Thomas P. Hunt, Senior Vice President

PLAN OF MERGER

1. SBA Network Services, Inc., which is a business corporation of the State of Florida and the owner of all the outstanding shares of US Construction Group, Inc., which is also a business corporation of the State of Florida, hereby merges US Construction Group, Inc. into SBA Network Services, Inc. pursuant to the provisions of the Florida Business Corporation Act.
2. The separate existence of US Construction Group, Inc. shall cease at the effective time and date of the merger, and SBA Network Services, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the Florida Business Corporation Act.
3. The issued shares of US Construction Group, Inc. shall not be converted in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall be surrendered and extinguished.
4. The Board of Directors and the proper officers of SBA Network Services, Inc. are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.
5. The effective date of this Plan of Merger and of the merger therein provided for shall, insofar as the provisions of the Florida Business Corporation Act shall govern the same, be December 31, 2001 at 11:59 p.m.

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TOTAL P.03