

P99000029885

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MERGER OR SHARE EXCHANGE

SBA NETWORK SERVICES, INC.

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*Merger*

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12/28/01  
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ARTICLES OF MERGER  
Merger Sheet

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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



### 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