

Secretary of State
Corporations Division
315 West Tower
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Atlanta, Georgia 30334-1530

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POWELL, GOLDSTEIN, FRAZER & MURPHY
TIFFANY A. FACKLER
191 PEACHTREE ST, NE, 16TH FLOOR
ATLANTA GA 30303

CERTIFICATE OF MERGER AND NAME CHANGE

I, Cathy Cox, the Secretary of State of the Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of the said filing.

Surviving Entity:

ETHEL STREET ASSOCIATES, LLC, A GEORGIA LIMITED LIABILITY COMPANY

Changing its Name to:

VLP 2, LLC

Nonsurviving Entity/Entities:

650 ETHEL STREET, LLC, A GEORGIA LIMITED LIABILITY COMPANY



A handwritten signature in black ink, appearing to read "Cathy Cox".

CATHY COX
SECRETARY OF STATE

**ARTICLES OF MERGER
OF
650 ETHEL STREET, LLC
WITH
ETHEL STREET ASSOCIATES, LLC**

Pursuant to the provisions of Section 14-11-904 of the Georgia Limited Liability Company Act, Ethel Street Associates, LLC, a limited liability company organized and existing under the laws of the State of Georgia, hereby executes the following Articles of Merger:

1. Pursuant to an Agreement and Plan of Merger, dated as of May 27, 2004 (the "Agreement"), effective upon the filing of these Articles of Merger, 650 Ethel Street, LLC, a limited liability company organized and existing under the laws of the State of Georgia, will merge with and into Ethel Street Associates, LLC, a Georgia limited liability company (the "Merger"). Ethel Street Associates, LLC will be the surviving entity in the Merger (the "Survivor").

2. The Articles of Organization of Ethel Street Associates, LLC will be the Articles of Organization of the Survivor, except that Article I thereof shall be deleted in its entirety and replaced with the following:

"I.

The name of the limited liability company is **VLP 2, LLC** (the "Company")."

3. The executed Agreement is on file at the principal place of business of the Survivor at 75 Fifth Street, NW, Suite 320, Atlanta, Georgia 30308. A copy of the Agreement will be furnished by the Survivor, on request and without cost, to the members of the constituent entities.

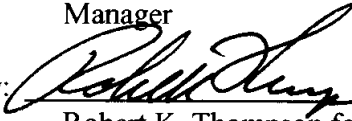
4. The Merger was duly approved by the sole member of 650 Ethel Street, LLC on May 27, 2004.

5. The Merger was duly approved by the sole member of Ethel Street Associates, LLC on May 27, 2004.

IN WITNESS WHEREOF, the Survivor has caused these Articles of Merger to be executed in its name by its manager as of the 21st day of May 2004.

ETHEL STREET ASSOCIATES, LLC

By: Georgia Advanced Technology Ventures, Inc.
Manager

By: 
Robert K. Thompson for Wayne Hodges
President