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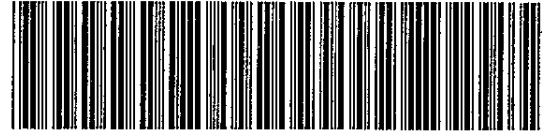
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 DEC -8 PM 1:54

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12-10
D. A. [unclear]

ADVENTIST
HEALTH SYSTEM

VIA FEDERAL EXPRESS

December 2, 2004

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

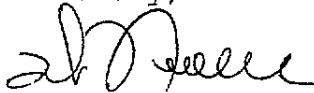
**RE: Articles of Merger
Sunbelt Systems Concepts, Inc.**

Dear Sir/Madam:

Enclosed please find the Articles of Merger together with our check in the amount of \$70.00 which we understand is the fee for placing of record the enclosed document.

Should you have any questions, please give us a call.

Sincerely,



T. L. Trimble, Vice President
Legal Services

TLT/plm

Enclosure (2)

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**ARTICLES OF MERGER
BETWEEN
NORTH AMERICAN HEALTH SERVICES, INC., a Tennessee
Corporation ("Surviving Corporation")
AND
SUNBELT SYSTEMS CONCEPTS, INC., a Florida Corporation
("Disappearing Corporation")**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

TO: Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

1. The undersigned corporations have adopted a Plan of Merger made a part hereof.
2. The name of the surviving corporation is North American Health Services, Inc., a Tennessee corporation.
3. No changes in the Articles of Incorporation of the surviving corporation have been made.
4. The Agreement of Merger of the undersigned corporations was adopted pursuant to Section 617.1107 of the *Florida Statutes* and Section 48-21-102 of the Tennessee Code.
5. The merger of the undersigned corporations will become effective on at midnight on December 31, 2004.
6. The sole stockholder of each of the undersigned corporations has adopted the Plan of Merger.
7. North American Health Services, Inc. is a Tennessee corporation and Sunbelt Systems Concepts, Inc. is a Florida corporation.
8. The stockholder of North American Health Services, Inc. adopted the Plan of Merger at a meeting called and held for that purpose on the 11th day of November 2004, at which meeting a quorum was present and voting and such Plan of Merger was ratified and

approved by at least two-thirds of the members present and entitled to vote.

9. The sole stockholder of Sunbelt Systems Concepts, Inc. adopted the Plan of Merger at a meeting called and held for that purpose on the 11th day of November, 2004.
10. The Plan of Merger reads as follows:

This Plan of Merger is made by and between NORTH AMERICAN HEALTH SERVICES, INC., a Tennessee Corporation, and SUNBELT SYSTEMS CONCEPTS, INC., a Florida Corporation, hereinafter collectively referred to as "Constituent Corporations."

RECITALS:

- A. The respective Boards of Directors of the Constituent Corporations deem it advisable that Sunbelt Systems Concepts, Inc. (the "Disappearing Corporation") be merged into North American Health Services, Inc. (the "Surviving Corporation") under the laws of the State of Tennessee in the manner provided pursuant to Section 48-21-102 of the Tennessee Code and under the laws of the State of Florida, in the manner provided therefor pursuant to Section 607.1107 of the Florida Business Corporation Act.
- B. The sole stockholder of the Surviving Corporation has approved the merger, and the sole stockholder of the Disappearing Corporation has approved the merger.
- C. The respective Boards of Directors of the Constituent Corporations, the sole shareholder of the Disappearing Corporation and the Surviving Corporation have agreed that no changes or amendments in the Articles of Incorporation of the Surviving Corporation will be made.

Now, Therefore, in consideration of the premises and the mutual agreements hereinafter contained, the Constituent Corporations have agreed and do hereby agree to merge upon the terms and conditions herein below set forth.

1. **Agreement to Merge.** The Constituent Corporations hereby agree that Sunbelt System Concepts, Inc., the Disappearing Corporation, shall be merged into North American Health Services, Inc., the Surviving Corporation.
2. **Name of Merged Corporation.** The name of the Surviving Corporation shall be North American Health Services, Inc.
3. **Principal Office of Surviving Corporation.** The principal office of the Surviving Corporation shall be located at the following address: 111 North Orlando Avenue, Winter Park, Orange County, Florida 32789.
4. **Purposes of Surviving Corporation.** The purposes of the Surviving Corporation are to engage in any lawful acts or activities for which such corporation may be formed under the laws of the State of Tennessee.
5. **Board of Directors of Surviving Corporation.** The Board of Directors of the Surviving Corporation shall be the individuals who are the current members of the Board of Directors of North American Health Services, Inc.
6. **Registered Agent of Surviving Corporation.** The individual hereinafter named shall be the registered agent for the Surviving Corporation, at the address herein below set forth, upon whom process, notices and demands against Sunbelt Systems Concepts, Inc. or North American Health Services, Inc. may be served: T.L. Trimble, 111 North Orlando Avenue, Winter Park, Orange County, Florida 32789.

7. **Assets of Disappearing Corporation.** All property, real, personal and mixed and all debts due on whatever account, and all other choses in action and all and every other interest of or belonging to or due to Sunbelt Systems Concepts, Inc. shall be deemed to be transferred, conveyed to and vested in the Surviving Corporation without further act or deed and the title to or any interest in any real estate vested in such corporation shall not revert or be in any way impaired by reason of such merger.
8. **Liabilities of Disappearing Corporation.** The Surviving Corporation shall assume, and henceforth be responsible and liable for, all the liabilities and obligations of the Disappearing Corporation and any claim existing, or action or proceeding pending by or against Sunbelt System Concepts, Inc. may be prosecuted as if such merger had not taken place or the Surviving Corporation may be substituted in its place.
9. **Articles of Incorporation of Surviving Corporation.** The Articles of Incorporation of the Surviving Corporation shall not be amended and shall continue to be the Articles of Incorporation of the Surviving Corporation in its present form and content.
10. **Bylaws of Surviving Corporation.** The Bylaws of the Surviving Corporation shall continue in its present form and content to be the Bylaws of the Surviving Corporation.
11. **Effective Date of Agreement.** This Agreement shall become effective as of midnight on December 31, 2004.
12. **Officers of Surviving Corporation.** On the effective date of the merger, the officers of the Surviving Corporation shall continue in their present offices, to serve in such capacities until the next regularly scheduled election or until their successors shall be elected and shall qualify:

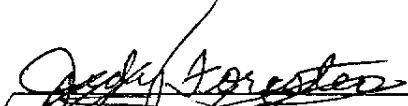
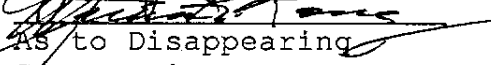
President: Bob Moon
Vice President: T.L. Trimble
Secretary: T.L. Trimble
Treasurer: T.L. Trimble

13. **Employees of Disappearing Corporation.** All of the employees of the Disappearing Corporation have been transferred to the parent corporation of the Surviving Corporation.
14. **Management and Decisions by Board of Directors of Surviving Corporation.** Following the effective date of the merger, all decisions shall be made by the Board of Directors of the Surviving Corporation.


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IN WITNESS WHEREOF, the Constituent Corporations have caused their respective corporate names to be signed by their respective officers, duly authorized by the respective Board of Directors and shareholders, the day and year first above written.

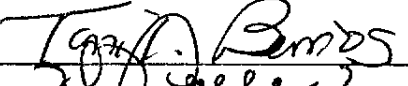
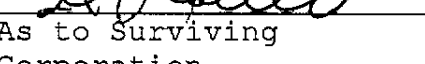
Signed in the
Presence of:



AS to Disappearing
Corporation
Judy Forester
Marcia K. Long

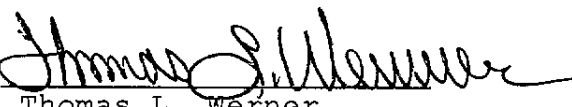
**NORTH AMERICAN HEALTH
SERVICES, INC.**

By: 
Name: T. L. Trimble
Title: Secretary-Treasurer

Signed in the
Presence of:



As to Surviving
Corporation
Toni Berrios
T. L. Trimble

**SUNBELT SYSTEMS CONCEPTS,
INC.**

By: 
Name: Thomas L. Werner
Title: President

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