

F150000003905

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

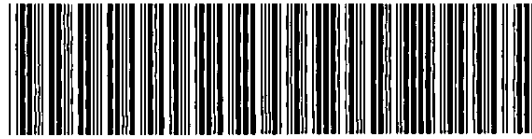
(Business Entity Name)

(Document Number)

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2017 MAR 31 AM 9:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

EFFECTIVE DATE  
April 1, 2017

2017 MAR 31 PM 2:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED

*Merger*

APR 03 2017

J ALBRITTON

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I20000000195  
REFERENCE : 578769 7269114  
AUTHORIZATION :  
COST LIMIT : ~~\$ 105.00~~

*Spokelema*

*\$140.00 spoke w/ Melissa 4/3/17*

ORDER DATE : March 31, 2017  
ORDER TIME : 12:40 PM  
ORDER NO. : 578769-015  
CUSTOMER NO: 7269114

ARTICLES OF MERGER

CORPORATE CARE WORKS, INC.

INTO

HEALTH ADVOCATE, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

           CERTIFIED COPY  
XX            PLAIN STAMPED COPY

CONTACT PERSON: Melissa Zender

EXAMINER'S INITIALS:

*10*

**EFFECTIVE DATE**  
4/1/17

**ARTICLES OF MERGER**  
**(Profit Corporations)**

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

**First:** The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Health Advocate, Inc.	Delaware	3379029

**Second:** The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Corporate Care Works, Inc.	Florida	L80872
Human Management Services, Inc.	Pennsylvania	853425
Rx Advocate, Inc.	Delaware	3546436

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**Third:** The Plan of Merger is attached.

**Fourth:** The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR 04 01 2017 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

**Fifth:** Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on March 28, 2017

The Plan of Merger was adopted by the board of directors of the surviving corporation on \_\_\_\_\_ and shareholder approval was not required.

**Sixth:** Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on March 28, 2017

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on \_\_\_\_\_ and shareholder approval was not required.

(Attach additional sheets if necessary)



**PLAN OF MERGER**  
**(Merger of subsidiary corporation(s))**

The following plan of merger is submitted in compliance with section 607.1104, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the parent corporation owning at least 80 percent of the outstanding shares of each class of the subsidiary corporation:

<u>Name:</u>	<u>Jurisdiction</u>
Health Advocate, Inc.	Delaware

The name and jurisdiction of each subsidiary corporation:

<u>Name</u>	<u>Jurisdiction</u>
Corporate Care Works, Inc.	Florida
Human Management Services, Inc.	Pennsylvania
Rx Advocate, Inc.	Delaware

The manner and basis of converting the shares of the subsidiary or parent into shares, obligations, or other securities of the parent or any other corporation or, in whole or in part, into cash or other property, and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, and other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

At the Effective Time, all shares of common stock of Corporate Care Works, Inc., Human Management Services, Inc. and Rx Advocate, Inc. which are outstanding immediately prior to the Effective Time shall, by virtue of the merger, be canceled and all outstanding shares of Health Advocate, Inc., as the Surviving Corporation shall be unaffected by the merger.

*(Attach additional sheets if necessary)*