

F98000002893

ARTICLES OF MERGER  
Merger Sheet

MERGING: -----

200002731482--0

HOLTER MANAGEMENT COMPANY, a Minnesota corporation, F98000003316

INTER HEALTHCARE OF EASTERN VIRGINIA, INC., a Oklahoma corporation,  
F98000002893

INTERIM HEALTHCARE OF RICHMOND, INC., a Virginia corporation,  
F98000002892

INTERIM HEALTHCARE OF METRO DC, INC., a Virginia corporation,  
F98000002940

INTO

**INTERIM HEALTHCARE INC.**, a Florida corporation, 296213.

File date: December 18, 1998 , effective December 25, 1998

Corporate Specialist: Teresa Brown