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**MERGER OR SHARE EXCHANGE
ABR INFORMATION SERVICES, INC.**

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Merger

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ARTICLES OF MERGER OF
ABR INFORMATION SERVICES, INC., A FLORIDA CORPORATION,
WITH AND INTO
ABR INFORMATION SERVICES, INC., A MINNESOTA CORPORATION

Pursuant to Florida Statutes, Sections 607.1104 and 607.1105, the undersigned ABR Information Services, Inc. ("ABR - Minnesota"), a Minnesota corporation and wholly owned subsidiary of Ceridian Corporation, a Delaware corporation ("Parent"), and ABR Information Services, Inc. ("ABR - Florida"), a Florida corporation and wholly owned subsidiary of Parent, hereby executes and files these Articles of Merger:

1. The names of the constituent corporations proposing to merge and the names of the states under the laws of which such corporations are organized are as follows:

<u>Name of Corporation</u>	<u>State of Incorporation</u>
ABR Information Services, Inc.	Florida
ABR Information Services, Inc.	Minnesota

- 2. The surviving corporation of the merger is ABR - Minnesota.
- 3. The merging corporation of the merger is ABR - Florida.
- 4. The Plan of Merger (the "Merger") is attached as Exhibit A.

5. The Merger was adopted by the Board of Directors of ABR - Florida on April 29, 2011. Parent is the owner of all of the issued and outstanding stock of ABR - Florida, therefore, shareholder approval of ABR - Florida was not required pursuant to the laws of the States of Florida and Minnesota.

6. The Merger was adopted by the Board of Directors of ABR - Minnesota on April 28, 2011. Parent is the owner of all of the issued and outstanding stock of ABR - Minnesota, therefore, shareholder approval of ABR - Minnesota was not required pursuant to the laws of the States of Florida and Minnesota.

7. The effective time and date of the Merger shall be 11:59 p.m. Eastern Daylight Saving Time on April 30, 2011.

IN WITNESS WHEREOF, the undersigned corporations have caused these Articles of Merger to be executed in their name by their authorized officer and declare that the facts herein stated are true as of April 29, 2011.

ABR INFORMATION SERVICES, INC.,
a Florida corporation

By: David B. Kuhnau
Name: David B. Kuhnau
Title: Sr. V.P. & Treasurer

7

ABR INFORMATION SERVICES, INC.,
a Minnesota corporation

By: Michael W. Sheridan
Name: MICHAEL W. SHERIDAN
Title: EXECUTIVE VICE PRESIDENT

Exhibit A**PLAN OF MERGER**

This plan of merger (the "Plan of Merger") is dated April 28, 2011 and is entered into by and between ABR Information Services, Inc., a Minnesota corporation (the "Surviving Corporation"), and ABR Information Services, Inc., a Florida corporation (the "Merging Corporation"), and together with the Surviving Corporation, the "Constituent Corporations").

WHEREAS, Ceridian Corporation, a Delaware corporation ("Parent"), owns 100% of the outstanding capital stock of the Merging Corporation and the Surviving Corporation and each of them currently operate as wholly-owned subsidiaries of Parent.

WHEREAS, the Constituent Corporations have no other shareholders, therefore, any laws requiring notice, voting or appraisal rights do not apply.

WHEREAS, the Board of Directors of Parent has determined that it is in the best interests of Parent, its stockholders and the Constituent Corporations to merge the Merging Corporation with and into the Surviving Corporation pursuant to the terms and conditions contained in this Plan of Merger in accordance with the applicable laws of the States of Minnesota, Florida and Delaware.

NOW, THEREFORE, in consideration of the mutual promises contained herein it is AGREED AS FOLLOWS:

**ARTICLE 1
MERGER**

A. Merger of the Merging Corporation into the Surviving Corporation. In accordance with Chapter 607 of the Florida Business Corporation Act (the "FBCA") and Section 302A.621 of the Minnesota Business Corporation Act (the "MBCA"), the Merging Corporation shall be merged with and into the Surviving Corporation (the "Merger").

B. Rights and Liabilities of the Surviving Corporation. At the Effective Time of the Merger, as defined in Article 3 below, the Merging Corporation shall be merged into the Surviving Corporation, and the separate existence of the Merging Corporation shall cease and the Surviving Corporation shall continue its existence under the laws of the State of Minnesota. The Surviving Corporation shall (i) continue possessed of all of its rights and property as constituted immediately prior to the Effective Time of the Merger and succeed without other transfer to all rights and property of the Merging Corporation, (ii) continue subject to all of its debts and liabilities as the same shall have existed immediately prior to the Effective Time of the Merger, and (iii) become subject to any debts and liabilities of the Merging Corporation provided under the applicable sections of the FBCA.

C. Articles of Incorporation of the Surviving Corporation. The Articles of Incorporation of the Surviving Corporation shall remain in effect after the Effective Time of the Merger and shall be the Articles of Incorporation of the Surviving Corporation and shall remain in full force and effect until amended or repealed in accordance with law.

D. Bylaws of the Surviving Corporation. The Bylaws of the Surviving Corporation shall remain in effect after the Effective Time of the Merger and shall be the Bylaws of the Surviving Corporation following the Merger and shall remain in full force and effect until amended or repealed in accordance with law.

E. Board of Directors of the Surviving Corporation. The Board of Directors of the Surviving Corporation at the Effective Time of the Merger shall continue as the governing body of the Surviving Corporation after the Effective Time of the Merger.

F. Officers of the Surviving Corporation. The Officers of the Surviving Corporation at the Effective Time of the Merger shall continue as the Officers of the Surviving Corporation after the Effective Time of the Merger.

ARTICLE 2 CONVERSION OF INTERESTS

Immediately prior to the Effective Time of the Merger (as defined in Article 3 below), Parent owns 100% of the issued and outstanding capital stock of the Constituent Corporations. Because, as of the Effective Time of the Merger, all capital stock in the Merging Corporation will be cancelled, no interests will be converted as a result of the Merger. At the Effective Time of the Merger, Parent will continue to own 100% of the outstanding capital stock of the Surviving Corporation.

ARTICLE 3 EFFECTIVE TIME OF THE MERGER

This Plan of Merger, along with Articles of Merger, shall be filed with the Secretary of State of Minnesota and with the Florida Department of State in accordance with applicable law. The Merger shall become effective at 11:59 p.m. Eastern Daylight Saving Time on April 30, 2011. The date and time when the Merger shall become effective is herein referred to as the "Effective Time of the Merger."

At the Effective Time of the Merger, all respective property, assets, rights, privileges, powers, franchises and immunities of the Merging Corporation shall vest in the Surviving Corporation and all of the respective debts, liabilities and obligations of the Merging Corporation shall vest in the Surviving Corporation.

ARTICLE 4 REGISTERED ADDRESS

After the Effective Time of the Merger, the registered office of the Surviving Corporation shall be Corporation Service Company, 380 Jackson Street, Suite 700, St. Paul, MN 55101.

ABR Information Services, Inc.,
a Minnesota corporation

ABR Information Services, Inc.,
a Florida corporation

By: Michael W. Sheridan
Name: MICHAEL W. SHERIDAN
Its: EXECUTIVE VICE PRESIDENT

By: David B. Kunnaw
Name: David B. Kunnaw
Its: Sr VP + Treasurer