



207982

ACCOUNT NO. : 072100000032

REFERENCE : 641254 4324348

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : December 18, 1997

ORDER TIME : 8:53 AM

ORDER NO. : 641254-010

CUSTOMER NO: 4324348

300002987833--0

CUSTOMER: Lisa M. Newburn, Legal Asst  
Service Corporation Intl.  
1929 Allen Parkway

Houston, TX 770190548

ARTICLES OF MERGER

WALLACE & WHITE FUNERAL HOME &  
CREMATORY, INC.

INTO

SCI FUNERAL SERVICES OF  
FLORIDA, INC.

FILED  
97 DEC 31 PM 4:37  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

         CERTIFIED COPY  
XX          PLAIN STAMPED COPY

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

97 DEC 31 AM 10:46

12/31  
Joy  
Merger

ARTICLES OF MERGER  
Merger Sheet

MERGING: -----

WALLACE & WHITE FUNERAL HOME & CREMATORY, INC., a Florida  
corporation, 603663

INTO

**SCI FUNERAL SERVICES OF FLORIDA, INC.,** a Florida corporation, 207982.

File date: December 31, 1997

Corporate Specialist: Joy Moon-French

Account number: 072100000032

Account charged: 70.00

ARTICLES OF MERGER

FILED

OF

97 DEC 31 PM 4: 37

WALLACE & WHITE FUNERAL HOME & CREMATORY, INC. LAHASSEE FLORIDA  
SECRETARY OF STATE

AND

SCI FUNERAL SERVICES OF FLORIDA, INC.

To the Department of State  
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the Florida parent business corporation and the Florida wholly-owned subsidiary business corporation named below do hereby submit the following Articles of Merger.

1. Annexed hereto and made a part hereof is a Plan of Merger for merging Wallace & White Funeral Home & Crematory, Inc. into SCI Funeral Services of Florida, Inc., as approved by the Board of Directors of the parent corporation on December 15, 1997.
2. The aforesaid Plan of Merger was adopted in accordance with the provisions of the Florida Business Corporation Act on December 15, 1997.
3. Shareholder approval was not required for the merger.
4. The effective time and date of the merger herein provided for shall be 9:00 a.m. on December 31, 1997.

Executed on December 15, 1997.

WALLACE & WHITE FUNERAL HOME  
& CREMATORY, INC.

By: 

Joan B. Goff, Secretary

SCI FUNERAL SERVICES OF FLORIDA,  
INC.

By: 

Joan B. Goff, Secretary

## PLAN OF MERGER

"1. SCI Funeral Services of Florida, Inc., which is a business corporation of the State of Florida and is the owner of all of the outstanding shares of Wallace & White Funeral Home & Crematory, Inc., which is also a business corporation of the State of Florida, hereby merges Wallace & White Funeral Home & Crematory, Inc. into SCI Funeral Services of Florida, Inc. pursuant to the provisions of the Florida Business Corporation Act.

2. The separate existence of Wallace & White Funeral Home & Crematory, Inc. shall cease at the effective time and date of the merger, and SCI Funeral Services of Florida, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the Florida Business Corporation Act.

3. The issued shares of Wallace & White Funeral Home & Crematory, Inc. shall not be converted in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall be surrendered and extinguished.

4. The Board of Directors and the proper officers of SCI Funeral Services of Florida, Inc. are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file and/or record any and all instruments, papers and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for."