

474436

Document Number Only

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name  
TALLAHASSEE, FL 32301

Address  
222-1092

City State Zip Phone

CORPORATION(S) NAME

400002494914--7  
-04/21/98--01037--010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Aon Consulting, Inc. (FL)

merging into:

Aon Consulting, Inc. (NJ)

98 APR 21 PM 12:48

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

☐ Profit  
☐ NonProfit  
☐ Limited Liability Co.

☐ Amendment

☒ Merger

☐ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Name Registration

☐ Change of R.A.

☐ Fictitious Name

☐ UCC

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Thanks  
Jeff

4-21-98

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DIVISION OF CORPORATION

merger

SP 4/21/98

ARTICLES OF MERGER  
Merger Sheet

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MERGING:

AON CONSULTING, INC., a FL corp., 474436

INTO

**AON CONSULTING, INC.**, a New Jersey corporation not qualified in Florida.

File date: April 21, 1998

Corporate Specialist: Susan Payne

## ARTICLES OF MERGER

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR 21 PM 12:48

The undersigned corporations, pursuant to Section 607.1107 of the Florida Business Corporation Act hereby execute the following Articles of Merger:

FIRST: The names of the corporations proposing to merge and the names of the states or countries under the laws of which such corporations are organized are as follows:

<u>Name of Corporation</u>	<u>State of Incorporation</u>
Aon Consulting, Inc. (hereinafter called the "Merging Corporation")	Florida
Aon Consulting, Inc. (Hereinafter called the "Surviving Corporation")	New Jersey

SECOND: The laws of the State of New Jersey under which the Surviving Corporation is organized permits such merger and the Surviving Corporation is complying with those law in effecting the merger.

THIRD: The Surviving Corporation is in compliance with Section 607.1101 and 607.1105 of Florida and the Merging corporation is in compliance with Section 607.1101.

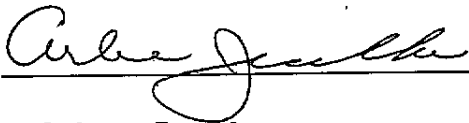
FOURTH: A true copy of the Plan of Merger is attached hereto as Exhibit A and incorporated herein by this reference.

FIFTH: The effective date of the Certificate of Merger shall be on the date and at the time of filing the Articles of Merger with the Florida Department of State.

SIXTH: The Plan of Merger was (a) adopted by the unanimous written consent of the board of directors, and approved by the written consent of the sole shareholder, of the Surviving corporation and (b) adopted by the unanimous written consent of the board of directors and approved by the written consent of the sole shareholder, of Merging Corporation on January 2, 1998.

Signed this 1st day of April, 1998

**AON CONSULTING, INC.**  
a New Jersey Corporation  
(Surviving Corporation)

By:   
Arlene Jeschke  
Name  
Assistant Secretary - Law  
Title

**AON CONSULTING, INC.**  
a Florida Corporation  
("Merging Corporation")

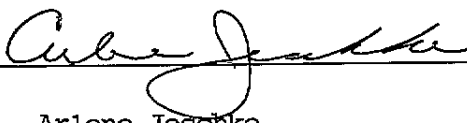
By:   
Arlene Jeschke  
Name  
Secretary - Law  
Title

Exhibit A

<b>PLAN OF MERGER FOR AON CONSULTING, INC. (A NEW JERSEY CORPORATION) AND AON CONSULTING, INC. (A FLORIDA CORPORATION)</b>
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1. Parties: The parties to the merger are as follows: Aon Consulting, Inc., a New Jersey corporation ("Aon-NJ"), and Aon Consulting, Inc., a Florida corporation ("Aon-FL").
2. Survivor: Aon-FL will merge into Aon-NJ; the surviving corporation shall be Aon-NJ.
3. Terms: At the Effective Time (defined below), and contemporaneously with the merger, Aon-FL will merge into Aon-NJ, Aon-NJ will merge Aon-FL into itself, and the separate existence of Aon-FL shall cease ("Merger"). Aon-NJ will assume all of the rights, liabilities and obligations of each of the merging companies. The proper officers of each corporation will execute all such documents and take such action as may be necessary to effect this Merger between the parties and to transfer all of the property, rights, duties and obligations of Aon-FL to Aon-NJ.
4. Share Conversion: At the Effective Time, and contemporaneously with the Merger, each issued and outstanding share of stock of Aon-NJ shall be and remain issued and outstanding. Each issued and outstanding share of stock of Aon-FL and each share of stock of Aon-FL held in treasury shall be canceled without consideration and the holders of certificates, which before the merger represented shares of Aon-FL, will surrender their certificates for cancellation.
5. Officers & Directors: As of the Effective Time, the officers and directors of Aon-FL immediately prior to the Effective Time shall be removed, and the officers and directors of Aon-NJ immediately prior to the Effective Time shall be the officers and directors of the surviving company, and shall be deemed to be elected automatically and without further action on behalf of the surviving, to serve as such until the next annual meeting of the surviving company and until their successors are duly elected and qualified or until their earlier resignation or removal.
6. Effective Time: The Merger shall be effective on the date and at the time of filing the Articles of Merger with the proper departments of the states of incorporation of the companies.
7. Amendment and Termination: The Plan of Merger may be amended or terminated and abandoned by the Board of Directors of either party at any time prior to the Effective Time.