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MERGER OR SHARE EXCHANGE

GULF SOUTH MEDICAL SUPPLY, INC.

Certificate of Status	0
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Page Count	05
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EFFECTIVE DATE
12-31-03

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Fax Audit No.: H03000340391

**ARTICLES OF MERGER
OF
GULF SOUTH REIMBURSEMENT SERVICES, INC.
(a Florida corporation)
(Florida Document Number: P03000095713)
WITH AND INTO
GULF SOUTH MEDICAL SUPPLY, INC.
(a Delaware corporation)**

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TALLAHASSEE, FLORIDA

EFFECTIVE DATE
12-31-03

Gulf South Reimbursement Services, Inc., a corporation validly formed and legally existing under the laws of the State of Florida ("Merging Corporation"), and Gulf South Medical Supply, Inc., a corporation validly formed and legally existing under the laws of the State of Delaware ("Surviving Corporation"), hereby submit these Articles of Merger pursuant to Section 607.1105 of the Florida Business Corporation Act:

1. The laws of the states of Florida and Delaware permit such merger and each of the above-named corporations has acted in compliance with the merger laws of such states.
2. The Plan of Merger is attached hereto.
3. The effective date of the Merger is 11:59 pm on December 31, 2003.
4. On December 16, 2003, the board of directors and sole stockholder of the Surviving Corporation, adopted the Plan of Merger in accordance with the laws of the State of Delaware.
5. Shareholder approval of the sole shareholder of the Merging Corporation was not required pursuant to Section 607.1104(1)(a) of the Florida Business Corporation Act.
6. The board of directors of the Merging Corporation adopted the Plan of Merger on December 16, 2003.

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[SIGNATURES APPEAR ON FOLLOWING PAGE]

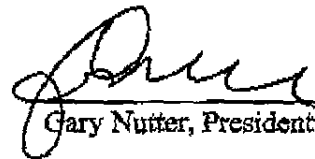
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IN WITNESS WHEREOF, these Articles of Merger have been executed by the parties to the merger this 16th day of December, 2003.

MERGING CORPORATION

GULF SOUTH REIMBURSEMENT
SERVICES, INC., a Florida corporation

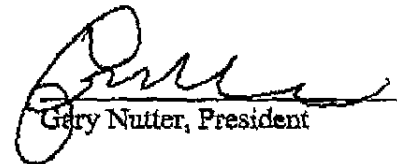
By:


Gary Nutter, President

SURVIVING CORPORATION

GULF SOUTH MEDICAL SUPPLY, INC., a
Delaware corporation

By:


Gary Nutter, President

Fax Audit No.: H03000340391

PLAN OF MERGER

This Plan of Merger (the "Plan") provides for the merger of Gulf South Reimbursement Services, Inc., a Florida corporation, with and into Gulf South Medical Supply, Inc., a Delaware corporation, as follows:

1. **Merger of Subsidiary.** Gulf South Reimbursement Services, Inc. (the "Merging Corporation") is a wholly owned subsidiary of Gulf South Medical Supply, Inc. (the "Surviving Corporation"). The Merging Corporation shall be merged with and into the Surviving Corporation, the separate corporate existence of the Merging Corporation shall cease and the Surviving Corporation shall be the surviving business entity.

2. **Effective Date.** The merger shall be effective at 11:59 pm on December 31, 2003 (the "Effective Date").

3. **Merging Corporation Stock.** Each share of common stock of the Merging Corporation which is issued and outstanding on the Effective Date of the Merger shall be deemed retired and canceled by virtue of the Merger automatically without any further action on the part of the Merging Corporation or otherwise.

4. **Effect of Merger.** On the Effective Date, the separate existence of the Merging Corporation shall cease, and the Surviving Corporation shall succeed to all the rights, privileges, immunities, and franchises, and to all the property, real, personal and mixed, of the Merging Corporation, without the necessity for any separate transfer. The Surviving Corporation shall thereafter be responsible and liable for all liabilities and obligations of the Merging Corporation, and neither the rights of creditors nor any liens on the property of the Merging Corporation shall be impaired by the Merger. If at any time after the Effective Date of the Merger the Surviving Corporation shall consider or be advised that any deeds, bills of sale, assignments or assurances or any other acts or things are necessary, desirable or proper (a) to vest, perfect or confirm, of record or otherwise, in the Surviving Corporation, its right, title or interest in, to or under any of the rights, privileges, powers, franchises, properties or assets of the Merging Corporation acquired or to be acquired as a result of the Merger, or (b) otherwise to carry out the purposes of this Plan, the Surviving Corporation and its officers and directors shall be authorized to execute and deliver, in the name and on behalf of the Merging Corporation, all deeds, bills of sale, assignments and assurances, and to do, in the name and on behalf of the Merging Corporation, all other acts and things necessary, desirable or proper to vest, perfect or confirm the Surviving Corporation's right, title or interest in, to or under any of the rights, privileges, powers, franchises, properties or assets of the Merging Corporation acquired or to be acquired as a result of the Merger and otherwise to carry out the purposes of this Plan.

5. **Waiver of Notice.** The Surviving Corporation, being the sole shareholder of the Merging Corporation, by execution of the Articles of Merger waives the notice requirements of Section 607.1104 of the Florida Business Corporation Act.

Fax Audit No.: H03000340391

6. **Abandonment.** This Plan may be abandoned at any time prior to the Effective Date by either the Merging Corporation or the Surviving Corporation, without shareholder action and, if Articles of Merger have been filed with the Florida Department of State and a Certificate of Ownership and Merger has been filed with the Delaware Secretary of State, by filing a Notice of Abandonment with such authorities.

[SIGNATURES APPEAR ON FOLLOWING PAGE]

Fax Audit No.: H03000340391

IN WITNESS WHEREOF, the Merging Corporation and the Surviving Corporation have each executed this Plan of Merger, or has caused this Plan of Merger to be executed on its behalf by a representative duly authorized, all as of the 16th day of December, 2003.

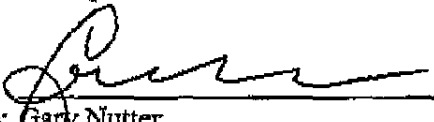
MERGING CORPORATION

GULF SOUTH
REIMBURSEMENT SERVICES, INC., a
Florida corporation

By: 
Name: Gary Nutter
Title: President

SURVIVING CORPORATION

GULF SOUTH MEDICAL SUPPLY, INC., a
Delaware corporation

By: 
Name: Gary Nutter
Title: President