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(Requestor's Name)	
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PICK-UP WAIT MAIL	_
(Business Entity Name)	
(Document Number)	
Certified Copies Certificates of Status	
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Special Instructions to Filing Officer:	
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Merger C.COULLIETTE DEC 3 1 2008

**EXAMINER** 



ON SERVICE COMPANY.					
	ACCOUNT NO.	: 07	210000	0032	
	REFERENCE	: 79	7259	89298A	
	AUTHORIZATION	ار خر			
	COST LIMPT	pulle	48.00 a	<b>,</b>	
ORDER DATE :	November 18, 200	8			
ORDER TIME :	10:28 AM				
ORDER NO. :	797259-375				
CUSTOMER NO:	89298A				
	ARTICLES OF EMCARE OF FLO				
	INT	0			
	EMCARE, INC.				
PLEASE RETURN	THE FOLLOWING AS	PROOF	OF FII	ING:	
CERTIF					
CONTACT PERSON	I: Kimberly More	t			

EXAMINER'S INITIALS:

## ARTICLES OF MERGER (Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of t	the surviving corporation:	
Name	<u>Jurisdiction</u>	Document Number (If known/ applicable)
EmCare, Inc.	Delaware	
Second: The name and jurisdiction of	of each merging corporation:	
Name	<u>Jurisdiction</u>	Document Number (If known/ applicable)
EmCare of Florida, Inc.	<u>Florida</u>	
		08
		08 DEC 31
Third: The Plan of Merger is attached	ed.	P3 3: 06
Fourth: The merger shall become ef Department of State.	fective on the date the Articles	s of Merger are filed with the Florida
	specific date. NOTE: An effective of days after merger file date.)	date cannot be prior to the date of filing or more
Fifth: Adoption of Merger by survi The Plan of Merger was adopted by t		
The Plan of Merger was adopted by t 12/26/08 and share	he board of directors of the sur cholder approval was not requir	
Sixth: Adoption of Merger by merg. The Plan of Merger was adopted by the state of the plan of Merger was adopted by the state of the plan of Merger was adopted by the plan of Merger was adopted by the plan of t	<pre>ing corporation(s) (COMPLETE he shareholders of the merging</pre>	CONLY ONE STATEMENT) corporation(s) on
The Plan of Merger was adopted by t	he board of directors of the me	

(Attach additional sheets if necessary)

## Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation	Signature of an Officer or	Typed or Printed Name of Individual & Title		
EmCare of Florida, Inc.	Director	Chief Executive Officer/Authorica William A. Sanger, Officer		
EmCare, Inc.	Willass	61		
,				

## PLAN OF MERGER

(Merger of subsidiary corporation(s))

The following plan of merger is submitted in compliance with section 607.1104, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the <u>parent</u> corporation owning at least 80 percent of the outstanding shares of each class of the subsidiary corporation:

Name	<u>Jurisdiction</u>
EmCare, Inc.	Delaware
The name and jurisdiction of each subsidiary corporation:	
<u>Name</u>	Jurisdiction
EmCare of Florida, Inc.	Florida
4-0-0-0-0-0-0-0-0-0-0-0-0-0-0-0-0-0-0-0	

The manner and basis of converting the shares of the subsidiary or parent into shares, obligations, or other securities of the parent or any other corporation or, in whole or in part, into cash or other property, and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, and other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

Subsidiary shares shall be cancelled upon merger with and into Parent.

(Attach additional sheets if necessary)

If the merger is between the parent and a subsidiary corporation and the parent is not the surviving corporation,
a provision for the pro rata issuance of shares of the subsidiary to the holders of the shares of the parent
corporation upon surrender of any certificates is as follows:

N/A

If applicable, shareholders of the subsidiary corporations, who, except for the applicability of section 607.1104, Florida Statutes, would be entitled to vote and who dissent from the merger pursuant to section 607.1321, Florida Statutes, may be entitled, if they comply with the provisions of chapter 607 regarding appraisal rights of dissenting shareholders, to be paid the fair value of their shares.

Other provisions relating to the merger are as follows:

None.