

# F93000004835



**Consolidated  
Group**

*Your benefits partner*

FILED  
97 FEB -4 PM 12:27  
TALLAHASSEE FLORIDA

January 24, 1997

Florida Department of State  
Amendment Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

900002076739--9  
-02/04/97--01066--001  
\*\*\*\*\*70.00 \*\*\*\*\*35.00

Re: **Consolidated Group Claims, Inc.  
Consolidated Group, Inc.  
Merger and Name Change**

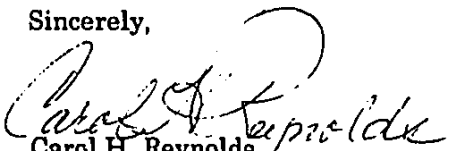
To Whom It May Concern:

This letter is to notify your department of the merger of the above two affiliated Massachusetts' corporations. Consolidated Group Claims, Inc. and its FEIN 04-2777918 is the surviving corporation with a change of name to Consolidated Group, Inc. This merger was effective 12/31/97 at 11:59 PM.

Enclosed is the Application for Amended Certificate of Authority for name change of Consolidated Group Claims, Inc. to Consolidated Group, Inc. and Certificate of Merger and Name Change. In addition, please find the Application By Foreign Corporation for Withdrawal of Authority to Transact Business in Florida for the "old" Consolidated Group, Inc., and a check for \$70.00, \$35.00 for each transaction.

Should you need additional information, please contact us at 508-620-1000, extension 2637, or at the address below. P.O. Box 1428 which is area specific.

Sincerely,

  
Carol H. Reynolds  
Finance & Compliance Department

~~FEB -2 1997~~

VS FEB 11 1997  
N/C

NONPROFIT CORPORATION

APPLICATION BY FOREIGN NONPROFIT CORPORATION TO FILE  
AMENDMENT TO APPLICATION FOR CONDUCTING AFFAIRS IN FLORIDA  
(Pursuant to s. 617.1504, F.S.)

SECTION I  
(1-3 MUST BE COMPLETED)

1. CONSOLIDATED GROUP CLAIMS, INC.  
Name of corporation as it appears on the records of the Department of State.
2. MASSACHUSETTS 3. May 8, 1986  
Incorporated under laws of Date authorized to conduct affairs in Florida

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SECTION II  
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? December 31, 1996 @ 11:59 PM
5. CONSOLIDATED GROUP, INC.  
Name of corporation after the amendment, adding suffix "corporation" or "incorporated", or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration and the date the change was effected.
- N/A January 15, 1997  
New Duration Date
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction and the date the change was effected.
- N/A \_\_\_\_\_  
New Jurisdiction Date
8. If the purpose which the corporation intends to pursue in Florida has changed indicate new purpose.

N/A

N/A

The corporation is authorized to pursue such purpose in the jurisdiction of its incorporation.

Charles W. Berry  
Signature

\_\_\_\_\_  
Date

Charles W. Berry  
Typed or printed name

Executive Vice Pres. & Clerk  
Title



William Francis Galvin  
Secretary of the  
Commonwealth

# *The Commonwealth of Massachusetts*

*Secretary of the Commonwealth*

*State House, Boston, Massachusetts 02133*

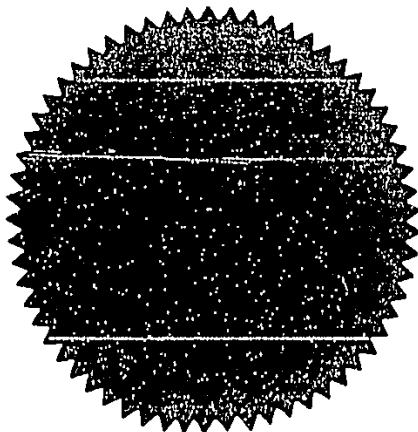
January 6, 1997

TO WHOM IT MAY CONCERN:

I hereby certify that according to records in this office, Articles of Merger were filed here December 31, 1996 pursuant to General Laws, Chapter 156B, Section 78, whereby Consolidated Group, Inc., and Consolidated Health Coalition, Inc., both Massachusetts corporations merged into Consolidated Group Claims, Inc., a Massachusetts and the surviving corporation.

I further certify that in said Articles of Merger, the name of the surviving corporation was changed to Consolidated Group, Inc.

This certificate is issued in accordance with the provisions of Chapter 156B, Section 84.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

*William Francis Galvin*

Secretary of the Commonwealth

\*MGL Chapter 156B S83A provides that certain consolidations and mergers may be filed with the Division within thirty days after the effective date of the merger or consolidation