

**Consolidated  
Group**

*Your benefits partner*

FILED  
97 FEB -4 PM 12:25  
TALLAHASSEE FLORIDA

January 24, 1997

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

800002076738--2  
-02/04/97--01066--001  
\*\*\*\*\*70.00 \*\*\*\*\*35.00

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

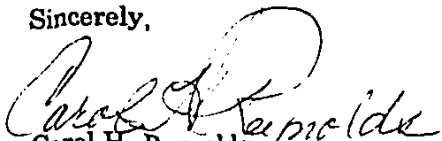
To Whom It May Concern:

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 me at 508-620-1000, extension 2637, or at the address below; however please use P. O. Box 1428 which is area specific.

Sincerely,

  
Carol H. Reynolds  
Finance & Compliance Department

*Withdn.*

VS FEB 11 1997

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL  
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS  
IN FLORIDA**

CONSOLIDATED GROUP, INC.  
(Name of Corporation)

MASSACHUSETTS  
(Incorporated Under Laws Of)

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97 FEB - 11 PM 12:25  
TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

15 Pleasant Street Connector, P. O. Box 1428  
(Mailing Address)

Framingham, MA 01701 - 1428  
(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

Charles W. Perry Executive Vice Pres. & Clerk  
Signature Title

Charles W. Perry  
Typed or printed name Date