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Florida Department of State
Division of Corporations
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MERGER OR SHARE EXCHANGE

CareMedic Systems, Inc.

Certificate of Status	0
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p.2



November 27, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CAREMEDIC SYSTEMS, INC.
800 CARILLON PARKWAY
SUITE 250
ST. PETERSBURG, FL 33716

SUBJECT: CAREMEDIC SYSTEMS, INC.
REF: F98000005602

transmitted document. However, the

11/27/07 CORPORATE DETAIL RECORD SCREEN 10:40 AM
NUM: L18780 ST:FL ACTIVE/FL PROFIT FLD: 09/25/1989
LAST: MERGER FLD: 05/31/2006
FEI#: 65-0153335
NAME : OMEGA SYSTEMS, INC.
PRINCIPAL: 800 CARILLON PARKWAY CHANGED: 08/29/05
ADDRESS SUITE 250
ST. PETERSBURG, FL 33716
RA NAME : CORPORATION SERVICE COMPANY
RA ADDR : 1201 HAYS STREET NAME CHG: 02/22/07
TALLAHASSEE, FL 32301 ADDR CHG: 02/22/07
ANN REP : (2005) W 08/29/05 (2006) W 03/23/06 (2007) A 02/22/07

Merged

1. MENU, 3. OFFICERS, 4. EVENTS, 7. LIST, 8. NEXT, 9. PREV

RE
2007NO
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TALLAH

P.O BOX 6327 - Tallahassee, Florida 32314

H07000286382

ARTICLES OF MERGER
OF
OMEGA SYSTEMS, INC.
(a Florida corporation)
AND
CAREMEDIC SYSTEMS, INC.
(a Delaware corporation)

November 26, 2007

To the Department of State
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the domestic wholly-owned subsidiary business corporation and the foreign parent business corporation herein named do hereby adopt the following Articles of Merger.

1. Attached hereto as Exhibit A and made a part hereof is the Plan of Merger for merging Omega Systems, Inc., a Florida corporation ("Omega"), with and into CareMedic Systems, Inc., a Delaware corporation ("CareMedic"), as adopted by written consent by the Board of Directors of Omega on November 26, 2007 and adopted by written consent by the Board of Directors of CareMedic on November 26, 2007.

2. The merger of Omega with and into CareMedic shall be effective as of November 30, 2007.

3. The merger of Omega with and into CareMedic is permitted by the laws of the jurisdiction of organization of CareMedic and has been authorized in compliance with said laws. The date of adoption of the Plan of Merger by the Board of Directors of Omega was November 26, 2007 and the date of adoption of the Plan of Merger by the Board of Directors of CareMedic was November 26, 2007.

4. Shareholder approval was not required for the merger of Omega with and into CareMedic.

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FILED
2007 NOV 27 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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IN WITNESS WHEREOF, the parties have executed this Plan of Merger on the date first written above.

OMEGA SYSTEMS, INC.,
a Florida corporation

By: 
Name: L. Allen Plunk
Title: CFO

CAREMEDIC SYSTEMS, INC.,
a Delaware corporation

By: 
Name: L. Allen Plunk
Title: CFO

6566542.4

Signature page to Plan of Merger

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Exhibit A

Plan of Merger

(See attached.)

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**PLAN OF MERGER
OF
OMEGA SYSTEMS, INC.
(a Florida corporation)
AND
CAREMEDIC SYSTEMS, INC.
(a Delaware corporation)**

November 26, 2007

1. CareMedic Systems, Inc. ("CareMedic"), which is a business corporation of the State of Delaware and is the parent corporation and the owner of 100% of the outstanding shares of capital stock of Omega Systems, Inc. ("Omega"), which is a business corporation of the State of Florida and the wholly-owned subsidiary of CareMedic, hereby merges Omega into CareMedic pursuant to the provisions of the Florida Business Corporation Act and the General Corporation Law of the State of Delaware (the "Merger").

2. The separate existence of Omega shall cease as of November 30, 2007, the effective date of the Merger, pursuant to the provisions of the Florida Business Corporation Act and the General Corporation Law of the State of Delaware, and CareMedic shall continue its existence as the surviving corporation pursuant to the provisions of the General Corporation Law of the State of Delaware.

3. The issued shares of Omega shall not be converted in any manner, but each said share which is issued immediately prior to the effective time and date of the Merger shall be surrendered and extinguished.

4. The Fifth Amended and Restated Certificate of Incorporation of CareMedic shall remain in effect following the Merger.

5. The Board of Directors and the proper officers of CareMedic are hereby authorized and empowered to do any and all acts and things, and to make, execute, deliver, file and/or record any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the Merger herein provided for.

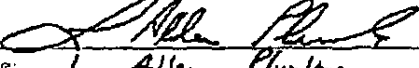
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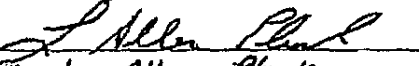
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IN WITNESS WHEREOF, the parties have executed the foregoing Articles of Merger on the date first written above.

OMEGA SYSTEMS, INC.,
a Florida corporation

By: 
Name: L Allen Plunk
Title: CFO

CAREMEDIC SYSTEMS, INC.,
a Delaware corporation

By: 
Name: L Allen Plunk
Title: CFO

Signature page to Articles of Merger

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