

J87316

ARTICLES OF MERGER  
Merger Sheet

-----  
MERGING:

WILLIS CORROON CORPORATION OF FLORIDA, a Florida corporation  
J87316

WILLIS CORROON CORPORATION OF SOUTH CAROLINA, a South Carolina  
corporation not authorized to transact business in Fla

into

600002735356--8

WILLIS CORROON CORPORATION OF TENNESSEE, a Tennessee  
corporation F98000004946

File date: December 29, 1998 , effective December 31, 1998

Corporate Specialist: Annette Ramsey