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**MERGER OR SHARE EXCHANGE
FLORIDA DOCTORS HOLDING COMPANY, LLC**

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ARTICLES OF MERGER

of

NORCAL MERGER SUB, LLC
a Florida limited liability company

with and into

FLORIDA DOCTORS HOLDING COMPANY, LLC
a Florida limited liability company

December 31, 2015

Pursuant to the Florida Revised Limited Liability Company Act (as amended, the "Act"), NORCAL Merger Sub, LLC, a Florida limited liability company (the "Merging Company") and Florida Doctors Holding Company, LLC, a Florida limited liability company (the "Surviving Company"), file these Articles of Merger (these "Articles") with the Department of State of the State of Florida (the "Department") in accordance with § 605.1025. An Agreement and Plan of Merger, dated November 4, 2015, by and among the Merging Company, the Surviving Company and the other parties thereto (the "Plan of Merger") has been approved, ratified, and executed by the Merging Company and the Surviving Company. Under the terms of the Plan of Merger, the Merging Company will merge with and into the Surviving Company (the "Merger").

1. Merging Party. The name and jurisdiction of formation of the Merging Company is as follows:

Name	State of Formation	Entity Type
NORCAL Merger Sub, LLC	Florida	Limited Liability Company

2. Surviving Party. The name and jurisdiction of formation of the Surviving Company is as follows:

Name	State of Formation	Entity Type
Florida Doctors Holding Company, LLC	Florida	Limited Liability Company

3. Approval. The Merger was approved by each of the Merging Company and the Surviving Company in accordance with §§ 605.1021-605.1026, and by each member of each of the Merging Company and Surviving Company who, as a result of the Merger, will have interest holder liability under § 605.1023(1)(b).

4. Status of Surviving Company. The Surviving Company exists before the Merger and is a domestic filing entity. There is no amendment to the Surviving Company's public organic record in connection with the Merger.

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5. Appraisal Rights. The Surviving Company agrees to pay any members with appraisal rights the amount to which members are entitled under §§ 605.1006 and 605.1061–605.1072, F.S.

6. Effective Date. The Merger shall be effective upon the filing of these Articles with the Department.

[Signatures appear on following page]

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IN WITNESS WHEREOF, these Articles of Merger of NORCAL Merger Sub, LLC and Florida Doctors Holding Company, LLC have been filed with the Department of State of the State of Florida as of date first set forth above.

MERGING COMPANY:

NORCAL MERGER SUB, LLC
a Florida limited liability company

By: KARA RICCI

Name: KARA RICCI

Title: SVP, CLO & CORPORATE SECRETARY

SURVIVING COMPANY:

FLORIDA DOCTORS HOLDING COMPANY, LLC
a Florida limited liability company

By: Elizabeth P. Kagan

Name: Elizabeth P. Kagan

Title: Chairman and Secretary