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June 16, 2003

State of Florida
Division of Corporations
Attn: Merger
P. O. Box 6327
Tallahassee, FL 32314

Re: Human Resource Research Institute, Inc.
Document No. P01000080206

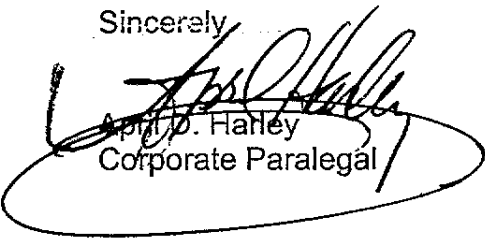
Human Resource Institute, Inc.
Document No. N03000002902

Dear Sir or Madam:

Please find enclosed the above-referenced corporations' Articles and Plan of Merger. We have also enclosed the appropriate filing fee of \$70.00. ✓

Thank you for your consideration.

Sincerely


April D. Hanley
Corporate Paralegal

/adh

Enclosures

cc: Mr. Jay J. Jamrog
Dr. William Pyle
Howard P. Ross, Esquire

ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.203, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each **merging** party are as follows:

	<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1.	Human Resource Research Institute, Inc. 4463 40th Street South St. Petersburg, FL 33711 Florida Document/Registration Number: P01000080206	Florida	For Profit Corporation FEI Number: 59-3737279
2.	Human Resource Institute, Inc. 5959 Central Avenue, Suite 200A St. Petersburg, FL 33710 Florida Document/Registration Number: N03000002902	Florida	Not for Profit Corporation FEI Number: 13-4247226

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the **surviving** party are as follows:

Human Resource Institute, Inc. 5959 Central Avenue, Suite 200A St. Petersburg, FL 33710 Florida Document/Registration Number: N03000002902	Florida	Not for Profit Corporation FEI Number: 13-4247226
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THIRD: The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or

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DIVISION OF CORPORATIONS

members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

NINTH: The merger shall become effective as of the date the Articles of Merger are filed with Florida Department of State.

TENTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

ELEVENTH: SIGNATURE(S) FOR EACH PARTY:


HUMAN RESOURCE RESEARCH
INSTITUTE, INC.,
a Florida Corporation

By:


Jay J. Jamrog, President

HUMAN RESOURCE INSTITUTE, INC.,
a Florida Not-For-Profit Corporation

By:


Dr. William Pyle, Founder and Chairman

PLAN OF MERGER

The following plan of merger is submitted in compliance with section 617.1101, Florida Statutes and in accordance with the laws of any other applicable jurisdiction of incorporations.

The name and jurisdiction of the surviving corporation:

Human Resource Institute, Inc. 5959 Central Avenue, Suite 200A St. Petersburg, FL 33710 Florida Document/Registration Number: N03000002902	Florida	Not for Profit Corporation FEI Number: 13-4247226
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The name and jurisdiction of each merging corporation:

- | | | | |
|----|---|---------|--|
| 1. | Human Resource Research Institute, Inc.
4463 40th Street South
St. Petersburg, FL 33711
Florida Document/Registration Number: P01000080206 | Florida | For Profit Corporation

FEI Number: 59-3737279 |
| 2. | Human Resource Institute, Inc.
5959 Central Avenue, Suite 200A
St. Petersburg, FL 33710
Florida Document/Registration Number: N03000002902 | Florida | Not for Profit Corporation

FEI Number: 13-4247226 |

The terms and conditions of the merger are as follows:

All of the assets of the merging corporation shall be transferred to the surviving corporation in exchange for the surviving corporation assuming all of the obligations of the merging corporation.

A statement of any changes in the articles of incorporation of the surviving corporation to be effected by the merger is as follows:

None.

Other provisions relating to the merger are as follows:

None.