

P94000041451

ARTICLES OF MERGER
Merger Sheet

MERGING:

TRIDENT MEDICAL CENTERS OF FLORIDA, INC., a Florida corporation,
document number P97000027497

INTO

CLINICORP MEDICAL CENTERS OF FLORIDA, INC. which changed its name
to

TRIDENT MEDICAL CENTERS OF FLORIDA, INC., a Florida corporation,
P94000041451

File date: October 10, 1997

Corporate Specialist: Karen Gibson

P9400041451

October 9, 1997

VIA OVERNIGHT DELIVERY
(1-850-487-6050)

Division of Corporations
Florida Secretary of State
409 East Gaines St.
Tallahassee, FL 32399
ATTENTION: Amendments Section

FILED
97 OCT 10 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
200002317522--5
-10/10/97--01080--002
****122.50 ****122.50

Re: CliniCorp Medical Centers of Florida, Inc. (# P94000041451)
Trident Medical Centers of Florida, Inc. (# P97000027497)

Dear Gentlemen/Ladies:

Enclosed are 1 original and 1 copy of Articles of Merger merging Trident Medical Centers of Florida, Inc., into CliniCorp Medical Centers of Florida, Inc. As you will note, the Plan of Merger includes (i) a provision for changing the name of CliniCorp Medical Centers of Florida, Inc., the survivor of the merger, to Trident Medical Centers of Florida, Inc., and (ii) a provision for changing the registered agent of the surviving corporation.

Also enclosed herein is a check in the amount of \$122.50 made payable to Florida Secretary of State covering (i) the filing fee of \$35.00 for each company named a party to the merger and (ii) the \$52.50 fee for one (1) certified copy of the filing.

Once filing is complete, please send the certified copy of the Articles of Merger to me, via Overnight Delivery, at the address noted below. Our Airborne Express Acct. No. is: 131639803. If you have any questions or concerns with respect to this filing, please call me at 1-800-762-7762, ext. 21.

Sincerely,

Linda D. Wood

Linda D. Wood
Certified Legal Assistant

Enclosures

cc: Anthony J. Gigliotti
Roberto L. Palenzuela, Esq. (w/encls)

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ARTICLES OF MERGER
MERGING
TRIDENT MEDICAL CENTERS OF FLORIDA, INC.
a Florida corporation

INTO
CLINICORP MEDICAL CENTERS OF FLORIDA, INC.
a Florida corporation

(Pursuant to Sections 607.1104 and 607.1105 of the
Florida Business Corporation Act)

TRIDENT MEDICAL CENTERS OF FLORIDA, INC., a Florida corporation (the
"Disappearing Subsidiary"), and CLINICORP MEDICAL CENTERS OF FLORIDA, INC., a Florida
corporation (the "Surviving Subsidiary"), do hereby certify:

FIRST: That the Plan of Merger merging Trident Medical Centers of Florida, Inc. (the
"Disappearing Subsidiary") with and into CliniCorp Medical Centers of Florida, Inc. (the "Surviving
Subsidiary") is attached hereto as Exhibit A;

SECOND: The effective date of the Merger shall be the date these Articles of Merger are
filed with the Secretary of State of the State of Florida;


THIRD: Shareholder approval was not required;

FOURTH: The Plan of Merger was adopted on October 8, 1997, by the Board of
Directors of the Disappearing Subsidiary and the Plan of Merger was adopted on October 8, 1997
by the Board of Directors of the Surviving Subsidiary. The Plan of Merger was approved by the
Board of Directors of Trident Medical Concepts, Inc. (the "Parent") which owns 100% of the issued
and outstanding shares of the Disappearing Subsidiary and of the Surviving Subsidiary, on October
9, 1997, pursuant to Section 607.1104 of the Florida Business Corporation Act.

FILED
97 OCT 10 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, TRIDENT MEDICAL CENTERS OF FLORIDA, INC., and
CLINICORP MEDICAL CENTERS OF FLORIDA, INC., has each caused this Articles of Merger
to be executed on the 9th day of October, 1997.

TRIDENT MEDICAL CENTERS OF
FLORIDA, INC.

By: 
Anthony J. Gigliotti, President

CLINICORP MEDICAL CENTERS OF
FLORIDA, INC.

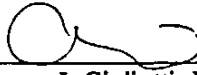
By: 
Anthony J. Gigliotti, President

Exhibit A

PLAN OF MERGER

MERGING

TRIDENT MEDICAL CENTERS OF FLORIDA, INC.
(a Florida corporation)

INTO

CLINICORP MEDICAL CENTERS OF FLORIDA, INC.
(a Florida corporation)

1. Trident Medical Concepts, Inc, a Delaware corporation ("Parent"), owns 100% of the issued and outstanding shares of (a) Trident Medical Centers of Florida, Inc., a Florida corporation (the "Disappearing Subsidiary"), and (b) CliniCorp Medical Centers of Florida, Inc., a Florida corporation (the "Surviving Subsidiary").

2. Upon effectuation of the Merger, all issued and outstanding shares of the Disappearing Subsidiary shall be endorsed and delivered to the Surviving Subsidiary which shall immediately cancel said shares so that the only shares to remain issued and outstanding shall be those shares issued by the Surviving Subsidiary prior to the effectuation of the Merger.

3. Upon effectuation of the Merger:

(i) The Articles of Incorporation of the Surviving Subsidiary, as in effect on the effective date of the Merger shall remain in existence as such; provided however, that Article I of the Articles of Incorporation of the Surviving Subsidiary shall be amended to read in its entirety as follows:

"ARTICLE I. NAME

The name of the corporation is TRIDENT MEDICAL CENTERS OF FLORIDA, INC."

(ii) the Bylaws of the Surviving Subsidiary in effect on the effective date of the Merger shall remain in existence after the effective date of the Merger;

(iii) the officers and directors of the Surviving Subsidiary shall be the same individuals who were officers and directors of such corporation prior to the Merger; and

(iv) the registered agent of the Surviving Subsidiary shall be changed from Craig T. Cuden to Anthony J. Gigliotti.

ACKNOWLEDGMENT AND ACCEPTANCE OF APPOINTMENT AS
AGENT UPON WHOM
SERVICE OF PROCESS MAY BE SERVED

Having been named as registered agent and to accept service of process for CliniCorp Medical Centers of Florida, Inc., I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Accepted this 9th day of October, 1997.



Anthony J. Gigliotti