



THE UNITED STATES
CORPORATION
COMPANY

P95000041433

ACCOUNT NO. : 072100000032

REFERENCE : 338426 4335212

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pizut

ORDER DATE : April 21, 1997

ORDER TIME : 9:03 AM

ORDER NO. : 338426-005

CUSTOMER NO: 4335212

500002150425--8

CUSTOMER:

Lorraine E. Jackson, Attorney
1285 Avenue Of The Americas
21st Floor
New York, NY 10019

merger

ARTICLES OF MERGER

CRI OF BROWARD, INC.

COMMUNICATIONS RESOURCES, INC.

Date	4/22/97
Authority	
Document	INTO
Examiner	
Update	
Version	
Applicable	
W.P. Verger	

FILED
97 APR 22 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
_____ PLAIN STAMPED COPY

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS: _____

RECEIVED
97 APR 22 AM 9:53
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

P95000041433

ARTICLES OF MERGER
Merger Sheet

MERGING:

CRI OF BROWARD, INC., a Florida corporation P96000025968

INTO

COMMUNICATION RESOURCES, INC., a Florida corporation, P95000041433

File date: April 22, 1997

Corporate Specialist: Annette Hogan

Account number: 072100000032

Account charged: 122.50

ARTICLES OF MERGER

OF

CRI OF BROWARD, INC.

AND

COMMUNICATION RESOURCES, INC.

FILED
97 APR 22 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To the Department of State
State of Florida

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

1. Annexed hereto and made a part hereof is a Plan of Merger for merging CRI of Broward, Inc. into Communication Resources, Inc., as approved by the Board of Directors of the parent corporation on February 12, 1997.
2. The aforesaid Plan of Merger was adopted in accordance with the provisions of the Florida Business Corporation Act on February 12, 1997.
3. Shareholder approval was not required for the merger.

Executed on February 12, 1997.

CRI OF BROWARD, INC.

By: George O'Leary
Name: George O'Leary
Capacity: President

COMMUNICATION RESOURCES, INC.

By: Richard Rettstadt
Name: Richard Rettstadt
Capacity: Vice President

**PLAN OF MERGER
OF
CRI OF BROWARD, INC.
AND
COMMUNICATION RESOURCES, INC.**

Communication Resources, Inc., which is a business corporation of the State of Florida and is the owner of all of the outstanding shares of CRI of Broward, Inc., which is also a business corporation of the State of Florida, hereby merges CRI of Broward, Inc. into Communication Resources, Inc. pursuant to the provisions of the Florida Business Corporation Act.

The separate existence of CRI of Broward, Inc. shall cease at the effective time and date of the merger, and Communication Resources, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the Florida Business Corporation Act.

The issued shares of CRI of Broward, Inc. shall not be converted in any manner, but each such issued share immediately prior to the effective time and date of the merger shall, at the effective time and date of the merger, be surrendered and extinguished.

The Board of Directors and the proper officers of Communication Resources, Inc. are hereby authorized, empowered, and directed 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.



THE UNITED STATES
CORPORATION
COMPANY

P95000041433

ACCOUNT NO. : 072100000032

REFERENCE : 338446 4335212

AUTHORIZATION :

Patricia Pigott

COST LIMIT : \$ 122.50

ORDER DATE : April 21, 1997

ORDER TIME : 9:08 AM

ORDER NO. : 338446-005

CUSTOMER NO: 4335212

700002150427--2

CUSTOMER:

Lorraine E. Jackson, Attorney
1285 Avenue Of The Americas
21st Floor
New York, NY 10019

merger

ARTICLES OF MERGER

CRI RECOVERIES, INC.

COMMUNICATIONS RESOURCES, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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_____ PLAIN STAMPED COPY

File	4/22/97
INTO	
Do a	
Letter	10511
Up to	10511
Verity	10511
Automatic	10511
W.P. Verity	10511

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS: _____

97 APR 22 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

97 APR 22 AM 9:53
RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

P95000041433

ARTICLES OF MERGER
Merger Sheet

MERGING:

CRI RECOVERIES, INC., a Florida corporation P96000025348

INTO

COMMUNICATION RESOURCES, INC., a Florida corporation, P95000041433

File date: April 22, 1997

Corporate Specialist: Annette Hogan

Account number: 072100000032

Account charged: 122.50

ARTICLES OF MERGER
OF
CRI RECOVERIES, INC.
AND
COMMUNICATION RESOURCES, INC.

FILED
97 APR 22 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To the Department of State
State of Florida

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

1. Annexed hereto and made a part hereof is a Plan of Merger for merging CRI Recoveries, Inc. into Communication Resources, Inc., as approved by the Board of Directors of the parent corporation on February 12, 1997.
2. The aforesaid Plan of Merger was adopted in accordance with the provisions of the Florida Business Corporation Act on February 12, 1997.
3. Shareholder approval was not required for the merger.

Executed on February 12, 1997.

CRI RECOVERIES, INC.

By: George O'Leary
Name: George O'Leary
Capacity: President

COMMUNICATION RESOURCES, INC.

By: Richard Rettstadt
Name: Richard Rettstadt
Capacity: Vice President

**PLAN OF MERGER
OF
CRI RECOVERIES, INC.
AND
COMMUNICATION RESOURCES, INC.**

Communication Resources, Inc., which is a business corporation of the State of Florida and is the owner of all of the outstanding shares of CRI Recoveries, Inc., which is also a business corporation of the State of Florida, hereby merges CRI Recoveries, Inc. into Communication Resources, Inc. pursuant to the provisions of the Florida Business Corporation Act.

The separate existence of CRI Recoveries, Inc. shall cease at the effective time and date of the merger, and Communication Resources, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the Florida Business Corporation Act.

The issued shares of CRI Recoveries, Inc. shall not be converted in any manner, but each such issued share immediately prior to the effective time and date of the merger shall, at the effective time and date of the merger, be surrendered and extinguished.

The Board of Directors and the proper officers of Communication Resources, Inc. are hereby authorized, empowered, and directed 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.