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(City/State/Zip/Phone #)

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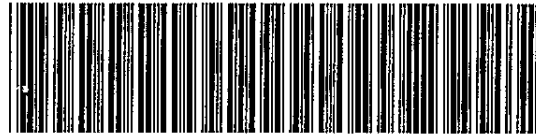
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Merger
G. Goulette NOV 28 2005

CompManagement

I N C O R P O R A T E D

November 10, 2005

Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Articles of Merger
Merger of Integrated Claims Strategies, Inc. into CMI Octagon, Inc.

Dear Sir or Madam:

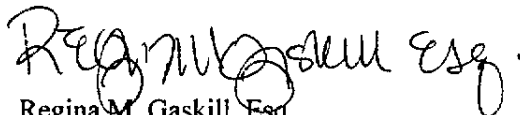
Enclosed, please find the necessary paperwork related to the above merger, as well as a check in the amount of \$70.00 for the filing fee.

Also enclosed, please find an additional copy of this letter. I will appreciate your time-stamping this copy, and returning it to me in the self-addressed, stamped envelope provided.

If you have any questions regarding this filing, please contact me at the following number:
(614) 5262581.

Thank you for your assistance in this matter.

Very truly yours,



Regina M. Gaskill, Esq.
Associate General Counsel

CompMANAGEMENT

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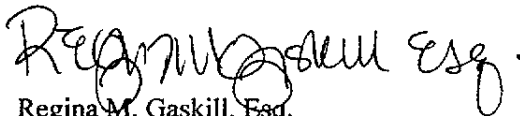
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Regina M. Gaskill, Esq.
Associate General Counsel

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: CMI Octagon, Inc.
(Name of Surviving Corporation)

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Regina M. Gaskill, Esq.
(Contact Person)

CompManagement, Inc.
(Firm/Company)

6377 Emerald Parkway
(Address)

Dublin, OH 43017
(City/State and Zip Code)

For further information concerning this matter, please call:

Shanrika Hall At (614) 526-2564
(Name of Contact Person) (Area Code & Daytime Telephone Number)

☐ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

STREET ADDRESS:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

ARTICLES OF MERGER
(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>CMI Octagon, Inc.</u>	<u>Virginia</u>	<u></u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Integrated Claims Strategies, Inc.</u>	<u>Florida</u>	<u>P95000056943</u>
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>
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<u></u>	<u></u>	<u></u>

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CLERK OF STATE
TALLAHASSEE FLORIDA

Third: The Plan of Merger is attached.

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

OR / / (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on _____.

The Plan of Merger was adopted by the board of directors of the surviving corporation on September 30, 2005 and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on _____.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on September 30, 2005 and shareholder approval was not required.

(Attach additional sheets if necessary)

Name of Corporation

Typed or Printed Name of Individual & Title

Sept 1991
Lonky

-Stephen C. Brown, CEO

Jonathan R. Wagner, President

CMI OCTAGON, INC.

Directors:

Name:

Richard T. Kurth

William R. Schlueter

Jonathan R. Wagner

Brian D. Fitzgerald

A. George Gebauer

Richard W. O'Connor

Address:

6377 Emerald Pkwy, Dublin OH

8 Greenwich Office Park, Greenwich CT

6377 Emerald Parkway, Dublin OH

8 Greenwich Office Park, Greenwich CT

8 Greenwich Office Park, Greenwich CT

8 Greenwich Office Park, Greenwich CT

Articles of Merger
Merging Integrated Claim Strategies, Inc.
into
CMI Octagon, Inc.

1. **The Merger.** The Agreement and Plan of Merger (the "Plan") providing for the merger of Integrated Claim Strategies, Inc. ("ICS"), a Florida corporation, into CMI Octagon, Inc., ("CMI Octagon"), a Virginia corporation, is attached as Exhibit A and is incorporated herein by reference. The surviving entity is to be called CMI Octagon Inc.

2. **Board Action.** The Board of Directors of ICS and the Board of Directors of CMI Octagon each deem it to be in the best interests of their respective corporate entities to effect this Merger.

A. The Board of Directors of CMI Octagon by written consent dated September 30, 2005, adopted the Plan without a meeting.

B. The Board of Directors of ICS by written consent dated September 30, 2005, adopted the Plan in accordance with Sections 607.1101 and 617.1107 of the Florida Statutes.

3. **Shareholder Action.**

A. **ICS.** The sole shareholder of ICS by written consent dated September 30, 2005, approved the Plan of merger, in accordance with the Florida Statutes.

B. **CMI Octagon.** The sole shareholder of CMI Octagon by written consent dated September 30, 2005, approved the Plan of Merger in accordance with Section 13.1-716, et seq., of the Virginia Stock Corporations Act.

4. **Effective Time.** The merger shall become effective as of September 30, 2005, upon the issuance of a Certificate of Merger by each of the Corporation Commission of the Commonwealth of Virginia and the Secretary of State of the State of Florida.

Dated: September 30, 2005

Integrated Claim Strategies, Inc.

By: Jonathan R. Wagner

Printed: Jonathan R. Wagner

Title: _____

CMI Octagon Inc.

By: Richard T. Kurth

Printed: Richard T. Kurth

Title: _____

Exhibit A

Agreement and Plan of Merger

This Agreement and Plan of Merger is made as of this 30th day of September, 2005, between Integrated Claim Strategies, Inc. (ICS), a Florida corporation, and CMI Octagon, Inc. (CMI Octagon), a Virginia corporation, pursuant to Sections 607.1101 and 617.1107 of the Florida Statutes, and Section 13.1-716 et seq. of the Virginia Stock Corporation Act.

In consideration of their mutual covenants, the parties agree as follows:

1. The Merger. ICS agrees and plans to merge with CMI Octagon. CMI Octagon shall be the surviving entity.

2. Capitalization.

(a) The authorized capital stock of ICS is 100 shares of common stock, \$1.00 par value, of which 100 shares are validly issued and outstanding, fully paid and nonassessable and are owned by CompManagement, Inc.

(b) The authorized capital stock of CMI Octagon is 5000 shares of common stock, \$1.00 par value, of which 105 shares are validly issued and outstanding, fully paid and nonassessable and are owned by CompManagement, Inc.

3. Terms and Conditions of the Merger. The Merger is subject to approval by the Board of Directors of each of ICS and CMI Octagon. It may be abandoned at any time by action of either Board of Directors before the Effective Date of the Certificate of Merger issued by each State Corporation Commission of the Commonwealth of Virginia and the Secretary of State of the State of Florida.

4. Conversion of Shares.

(a) At the Effective Date, each of the 100 issued and outstanding shares of ICS Common Stock held by the sole shareholder of ICS, shall be converted into 100 shares of Common Stock of CMI Octagon.

(b) At the Effective Time, each of the issued and outstanding shares of Common Stock of CMI Octagon shall continue as such, unaffected.

5. Restrictions on Transactions. Neither ICS nor CMI Octagon shall effect any transactions which are outside the normal and ordinary course of business prior to the Effective Date of this Merger, including restricting any rights to issue or sell shares.

6. Name and Charter of Surviving Corporation. Immediately after the Merger, the ByLaws of ICS shall be rendered null and void, and the sole applicable and relevant ByLaws shall be those already in effect as associated with CMI Octagon Inc. The surviving entity shall operate as CMI Octagon Inc.

7. Board of Directors and Officers of CMI Octagon Inc. The Board of Directors and those Officers currently appointed and serving CMI Octagon shall remain in their respective Chairs and Offices.

These individuals, and their respective titles, are as follows:

Brian D. Fitzgerald	Director
Richard T. Kurth	Director
William R. Schlueter	Director, Vice President, Ass't Secretary
Jonathan R. Wagner	Director and President
A. George Gebauer	Director
Richard W. O'Connor	Director
Stephen C. Brown	Chairman, CEO
Randy E. Jones	Executive Vice President
Thomas D. England	Senior Vice President

8. Federal Tax Identification Number. Immediately after the Merger, the Federal Tax Identification Number associated with ICS, 59-333176, shall cease to be utilized, and all documentation, including payroll, shall reflect the Federal Tax Identification Number of CMI Octagon, which is 54-1427135.