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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

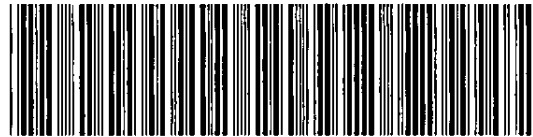
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08 MAY - 1 PM 2:27

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED

08 MAY - 1 PM 2:42

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

me 5/2/08

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Unisource Administrators, LLC, an Oklahoma limited liability company  
(Name of Surviving Party)

Please return all correspondence concerning this matter to:

Harry H. Selph, II  
(Contact Person)

Fellers Snider Blankenship Bailey & Tippens  
(Firm/Company)

100 North Broadway, Suite 1700  
(Address)

Oklahoma City, OK 73102-8820  
(City, State and Zip Code)

For further information concerning this matter, please call:

Harry H. Selph, II at (405) 232-0621  
(Name of Contact Person) (Area Code and Daytime Telephone Number)

X Certified Copy (optional) \$8.75

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Articles of Merger  
For  
Florida Profit or Non-Profit Corporation

**FILED**  
08 MAY -1 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109 or 617.0302, Florida Statutes.

**FIRST:** The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Unisource Administrators, Inc.	Florida	Corporation
Unisource Administrators, LLC	Oklahoma	Limited Liability Company

**SECOND:** The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Unisource Administrators, LLC	Oklahoma	Limited Liability Company

**THIRD:** The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

**FOURTH:** The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

**FIFTH:** If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

The effective date of the merger is the date of filing. \_\_\_\_\_

**SIXTH:** If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

Unisource Administrators, LLC \_\_\_\_\_

9701 North Boardwalk Boulevard \_\_\_\_\_

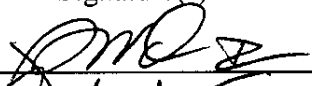

Oklahoma City, OK 73162 \_\_\_\_\_

**SEVENTH:** If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

**EIGHTH:** Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Unisource Administrators, Inc.		Andrew W. Olwert, III, Pres.
Unisource Administrators, LLC		A. Marshall Snipes, Manager

Corporations:	Chairman, Vice Chairman, President or Officer <i>(If no directors selected, signature of incorporator.)</i>
General Partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative

**Fees:** \$35.00 Per Party

**Certified Copy (optional):** \$8.75

## PLAN OF MERGER

**FIRST:** The exact name, form/entity type, and jurisdiction for each **merging** party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
<u>Unisource Administrators, Inc.</u>	<u>Florida</u>	<u>Corporation</u>
<u>Unisource Administrators, LLC</u>	<u>Oklahoma</u>	<u>Limited Liability Company</u>

**SECOND:** The exact name, form/entity type, and jurisdiction of the **surviving** party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
<u>Unisource Administrators, LLC</u>	<u>Oklahoma</u>	<u>Limited Liability Company</u>

**THIRD:** The terms and conditions of the merger are as follows:

Unisource Administrators, Inc. ("Unisource"), Unisource Administrators, LLC, James N. McConnaughhay and Andrew W. Olwert, III (the sole and only shareholders of Unisource), are parties to a Merger Agreement (the "Merger Agreement"). In accordance with the Merger Agreement, Unisource Administrators, LLC will acquire all of the issued and outstanding Capital Stock of Unisource in exchange for ten percent (10%) of the Units of Claimetrics Management, LLC ("Claimetrics"), a Nevada limited liability company, the parent of the surviving party in this merger, namely, Unisource Administrators, LLC, and an option to acquire additional units of Claimetrics upon the satisfaction of certain conditions and for the other considerations provided in the Merger Agreement. Andrew W. Olwert, III and James N. McConnaughhay, as parties to the Merger Agreement, have been provided complete copies of the Merger Agreement.

*(Attach additional sheet if necessary)*

**FOURTH:**

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

Unisource Administrators, LLC is acquiring all of the issued and outstanding Capital Stock of Unisource Administrators, Inc. in exchange for ten percent (10%) of the Units of Claimetrics, the parent company of Unisource Administrators, LLC, to the only two shareholders of Unisource Administrators, Inc., together with certain option rights.

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*(Attach additional sheet if necessary)*

B. The manner and basis of converting the rights to acquire the interests, shares, obligations or other securities of each merged party into the rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

The manner and basis of converting the rights to acquire the interests of the merged party into the rights to acquire the interests of the survivor are fully set forth in Section THIRD of this Plan of Merger.

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*(Attach additional sheet if necessary)*

**FIFTH:** If a partnership is the survivor, the name and business address of each general partner is as follows:

Not applicable.

*(Attach additional sheet if necessary)*

**SIXTH:** If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

A. Marshall Snipes, 9701 North Boardwalk Boulevard, Oklahoma City, OK 73162

(Managing Member of the Surviving Party, Unisource Administrators, LLC)

*(Attach additional sheet if necessary)*



**SEVENTH:** Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

Not applicable.

*(Attach additional sheet if necessary)*

**EIGHTH:** Other provision, if any, relating to the merger are as follows:

Not applicable.

*(Attach additional sheet if necessary)*

440832/09471

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA