

P96000067256⁽²⁾

ARTICLES OF MERGER
Merger Sheet

.....
MERGING:

MEDPSYCH SYSTEMS, INC., a Maryland corporation not qualified in Florida

INTO

MEDPSYCH SYSTEMS, INC., a Florida corporation, P96000067256

File date: August 13, 1996

Corporate Specialist: Joy Moon-French

CONTACT

OFFICE USE ONLY ()

F96000067256 ^{58 85} ⁽²⁾

UCC FILING & SEARCH SERVICES, INC.

(Requestor's Name)

526 EAST PARK AVENUE

(Address)

TALLAHASSEE FL 32301

(City, State, Zip)

(904) 681-0528

(Phone #)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
800/137-0600
***122.50 ***122.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1 Med Bych Systems Inc. **NEED TODAY**
(Corporation Name) (Document #)

2 _____
(Corporation Name) (Document #)

3 File Second _____
(Corporation Name) (Document #)

4 NEED TODAY _____
(Corporation Name) (Document #)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
95 AUG 13 PM 4:16

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☐ Will Wait

☐ Photocopy

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☐ Certificate of Status

☐ Certificate of Good Standing

☐ ARTICLES ONLY

☐ AMENDMENTS ONLY

☐ Certificate of FICTITIOUS NAME

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☐ CORP SEARCH

NEW FILINGS	
☐	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R A, Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☒	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/QUALIFICATION	
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☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

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UCC SERVICES**

Examiner's Initials

NEED TODAY 8/13
Jon Morgan

**ARTICLES OF MERGER BETWEEN
MEDPSYCH SYSTEMS, INC.
AND
MEDPSYCH SYSTEMS, INC.**

FILED
96 AUG 13 PM 4:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to Section 607.1105, Florida Statutes, MEDPSYCH SYSTEMS, INC., a Maryland corporation ("MedPsych/Maryland"), and MEDPSYCH SYSTEMS, INC., a Florida corporation ("MedPsych/Florida"), adopt the following Articles of Merger for the purpose of merging MedPsych/Maryland into MedPsych/Florida, the latter of which is to survive the merger.

ARTICLE I.

The Plan of Merger is as follows:

PLAN OF MERGER

MedPsych/Maryland and MedPsych/Florida hereby adopt the following Plan of Merger, pursuant to Section 607.1101, Florida Statutes:

1. The names of the corporations planning to merge are MedPsych Systems, Inc. and MedPsych Systems, Inc. The name of the surviving corporation is MedPsych Systems, Inc.

2. The general terms and conditions of the merger are as follows:

On the effective date of the merger, the separate existence of MedPsych/Maryland shall cease and MedPsych/Florida succeed to all the rights, privileges, immunities, and franchises and all the property (real, personal, and mixed) of MedPsych/Maryland without the necessity of any separate transfer. MedPsych/Florida shall thereafter be responsible and liable for all obligations of MedPsych/Maryland, and neither the rights of the creditors nor any liens on the property of MedPsych/Maryland shall be impaired by the merger.

3. The manner and basis of converting the shares of each corporation shall be as follows:

On the effective date of the merger, each share of common stock of MedPsych/Maryland shall be automatically converted into one share of common stock of MedPsych/Florida.

ARTICLE II

The effective date of the merger shall be the date the Articles of Merger are accepted for filing.

ARTICLE III.

MedPsych/Florida has not issued stock therefore the corporation's Board of Directors unanimously adopted the Plan of Merger on ^{August} April 4, 1996, pursuant to Section 607.1103, Florida Statutes. MedPsych/Maryland's Board of Directors and Shareholder adopted the Plan of Merger on ^{August} April 4, 1996. In each case, the number of votes cast in favor of the merger constituted a sufficient number of votes to approve the merger.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger this 6th day of April, 1996.
August

MEDPSYCH SYSTEMS, INC., a Maryland corporation

By: *Peter Silvin*
Print: Peter Silvin
Title: Director / President

MEDPSYCH SYSTEMS, INC., a Florida corporation

By: *Patricia J. Silvin*
Print: Patricia J. Silvin
Title: VP / Sec / Treas.

CONTACT:

OFFICE USE ONLY (Document #)

UCC FILING & SEARCH SERVICES, INC.

(Requestor's Name)

526 EAST PARK AVENUE

(Address)

TALLAHASSEE FL 32301

(City, State, Zip)

(904) 081-6528

(Phone #)

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (If known):

1 Neel Byck Systems Inc.
(Corporation Name)

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2 _____
(Corporation Name) (Document #)

3 File First
(Corporation Name) (Document #)

4 _____
(Corporation Name) (Document #)

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☐	Foreign
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☐	Reinstatement
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☐	Other

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RECEIVED
96 AUG 13 PM 12:13
DIVISION OF CORPORATIONS
NEED TODAY

ARTICLES OF INCORPORATION
OF
MEDPSYCH SYSTEMS, INC.
A Florida Corporation

FILED
96 AUG 13 PM 2:44
CLERK OF THE STATE
TALLAHASSEE, FLORIDA

ARTICLE 1

NAME

The name of this corporation is: MedPsych Systems, Inc.

ARTICLE 2

DURATION

The duration of this corporation is perpetual. The date and time of commencement of the corporate existence is the time of filing of the articles of incorporation by the Department of State of the State of Florida.

ARTICLE 3

GENERAL PURPOSES

The general purposes for which this corporation is initially organized are to engage in any or all lawful business for which corporations may be incorporated under Florida law.

ARTICLE 4

SHARES

The aggregate number of shares which the corporation shall have authority to issue is 9,000 shares of common voting stock having a par value of \$1.00 per share.

ARTICLE 5

PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the principal office of the corporation is 9213 July Lane, St. Augustine, Florida 32086. The name and address of the initial registered agent of the corporation is Palmetto Charter Services, Inc., 150 Magnolia Avenue (Post Office Box 2491), Daytona Beach, Florida 32115-2491.

ARTICLE 6

DIRECTORS

The number of directors constituting the initial board of directors is two (2) and the name and address of each person who is to serve as a member thereof are as follows:

Peter B. Silvain
9213 July Lane
St. Augustine, FL 32086

Pamela J. Silvain
9213 July Lane
St. Augustine, FL 32086

The number of directors may be changed from time to time by the bylaws.

ARTICLE 7

INCORPORATOR

The name and address of the incorporator and subscriber to 9,000 shares of the common voting stock of this corporation is as follows:

Pamela J. Silvain
9213 July Lane
St. Augustine, FL 32086

IN WITNESS WHEREOF, the undersigned incorporator does hereby execute and
acknowledge these articles this 6 day of ^{August} April, 1996.

Pamela J. Silvola
Pamela J. Silvola

STATE OF FLORIDA
COUNTY OF FLAGLER

The foregoing instrument was acknowledged before me this 6 day of ^{August} April, 1996,
by Pamela J. Silvola, who is personally known to me or has produced
_____ as identification.

NOTARY PUBLIC:

Sign: Francine Wolfe
Print: Francine Wolfe

State of Florida At Large
(Seal)

My Commission Expires:

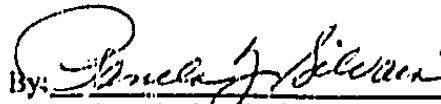
Title/Rank: _____
Commission Number: CC564454



CERTIFICATE DESIGNATING REGISTERED
AGENT AND STREET ADDRESS FOR
SERVICE OF PROCESS

Pursuant to Section 48.091, Florida Statutes, MedPsych Systems, Inc. hereby designates Palmetto Charter Services, Inc. and 150 Magnolia Avenue, (P.O. Box 2491), Daytona Beach, Florida 32115-2491, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

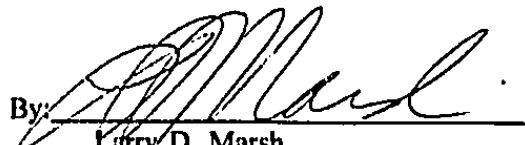
MEDPSYCH SYSTEMS, INC.

By: 
Pamela J. Silvain, Incorporator

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as registered agent of MedPsych Systems, Inc.
for service of process within the State of Florida.

PALMETTO CHARTER SERVICES, INC.

By: 
Larry D. Marsh,
Vice President

FILED
96 AUG 13 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA