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RCEIVER

b∰ision	of	Corporations
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Æ∰ Number : (850)617-6380

Gount Name : CORPORATION SERVICE COMPANY

Ageount Number : 120000000195

Specific : (850)521-1000

LFR: Number : (850)558-1575

TION SERVICE COMPANY 12.31.07

MERGER OR SHARE EXCHANGE

INSURANCE MANAGEMENT SOLUTIONS GROUP, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$105.00

Myrger 12/28/07

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DEC. 27. 2007 2:29PM

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EFFECTIVE DATE

NO. 114 P. 2

(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 su	rviving corporation:	
Name	<u>Jurisdiction</u>	Document Number (If known/ applicable)
Insurance Management Solutions Group, Inc.	Florida	P96000103608
Second: The name and jurisdiction of each	h merging corporation:	
Name	Jurisdiction	Document Number (if known/applicable)
Insurance Management Solutions, Inc.	Florida	S75052
IMS Direct, Inc.	Florida	P98000084322
Third: The Plan of Merger is attached.		
Fourth: The merger shall become effective Department of State.	ve on the date the Articles of Mo	erger are filed with the Florida
	fic date. NOTE: An effective date can after merger file date.)	mot be prior to the date of filing or more
Fifth: Adoption of Merger by surviving. The Plan of Merger was adopted by the sha	corporation - (COMPLETE ONL areholders of the surviving corp	Y ONE STATEMENT) poration on December 10, 2007
The Plan of Merger was adopted by the bo	ard of directors of the surviving er approval was not required.	; corporation on
Sixth: Adoption of Merger by merging of The Plan of Merger was adopted by the shi	orporation(s) (COMPLETE ONL) areholders of the merging corpo	VONE STATEMENT) pration(s) on December 20, 2007
The Plan of Merger was adopted by the bo	ard of directors of the merging or approval was not required.	corporation(s) on

(Attach additional sheets if necessary)

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation	Signature of an Officer or Director	Typed or Printed Name of Individual & Title
Insurance Management Solutions Group, Inc. Insurance Management Solutions, Inc. IMS Direct, Inc.	CSL. Sm CSL. Sm	Charles W. Sprague, Secretary Charles W. Sprague, Secretary Charles W. Sprague, Secretary
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PLAN OF MERGER

(Merger of subsidiary corporation(s))

The following plan of merger is submitted in compliance with section 607.1104, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the <u>parent</u> corporation owning at least 80 percent of the outstanding shares of each class of the subsidiary corporation:

<u>Jurisdiction</u>
Florida
<u>Jurisdiction</u>
Florida
Florida

The manner and basis of converting the shares of the subsidiary or parent into shares, obligations, or other securities of the parent or any other corporation or, in whole or in part, into cash or other property, and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, and other securities of the surviving or any other corporation or, in whole or in part, into each or other property are as follows:

As of result of the merger, all shares of the subsidiary corporations shall be cancelled without consideration. The merger shall not effect a change in any of the issued and outstanding shares of stock of the parent corporation and none of such shares shall be exchanged or converted as a result of the merger. The parent corporation shall not issue any of its capital stock as a result of the merger.

(Attach additional sheets if necessary)