

P970000003783



ACCOUNT NO. : 072100000032

REFERENCE : 085231 4334907

AUTHORIZATION : *Melinda Lampkin*

COST LIMIT : \$ 70.00

ORDER DATE : December 31, 1998

ORDER TIME : 12:15 PM

ORDER NO. : 085231-010

CUSTOMER NO: 4334907

000002728370--4

CUSTOMER: Ms. Melinda Lampkin
Columbia/hca Healthcare
P.O. Box 550
One Park Plaza
Nashville, TN 37202

ARTICLES OF MERGER

NORTH CENTRAL FLORIDA HOLDINGS
INC.

INTO

HEALTH SERVICES (DELAWARE),
INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
X PLAIN STAMPED COPY

CONTACT PERSON: Cassandra Lamm

EXAMINER'S INITIALS: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 31 PM 3:37

merger
38

1/4/98

ARTICLES OF MERGER
Merger Sheet

MERGING:

NORTH CENTRAL FLORIDA HOLDINGS, INC., a FL corp., P# 70000003783

INTO

HEALTH SERVICES (DELAWARE), INC., a Delaware corporation not qualified
in Florida.

File date: December 31, 1998

Corporate Specialist: Susan Payne

Account number: 072100000032

Account charged: 70.00

ARTICLES OF MERGER
OF
NORTH CENTRAL FLORIDA HOLDINGS, INC.
INTO
HEALTH SERVICES (DELAWARE), INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 DEC 31 PM 3:37

To the Department of State
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the domestic wholly-owned subsidiary business corporation and the foreign parent business corporation herein named do hereby adopt the following articles of merger.

1. Annexed hereto and made a part hereof is the Plan of Merger (the "Plan") for merging North Central Florida Holdings, Inc. with and into Health Services (Delaware), Inc. as approved by the Board of Directors of North Central Florida Holdings, Inc. on December 29, 1998 and adopted at a meeting by the Board of Directors of Health Services (Delaware), Inc. on December 29, 1998.

2. The merger of North Central Florida Holdings, Inc. with and into Health Services (Delaware), Inc. is permitted by the laws of the jurisdiction of organization of Health Services (Delaware), Inc. and has been authorized in compliance with said laws. The date of adoption of the Plan of Merger by the Board of Directors of Health Services (Delaware), Inc. was December 29, 1998.

3. Shareholders of North Central Florida Holdings, Inc. and Health Services (Delaware), Inc. approved the Plan effective as of December 29, 1998.

The effective time and date of the merger herein provided for in the State of Florida shall be upon filing.

Executed on December 30, 1998.

NORTH CENTRAL FLORIDA HOLDINGS, INC.

By: 

David L. Denson
Assistant Secretary

HEALTH SERVICES (DELAWARE), INC.

By: 

David L. Denson
Assistant Secretary

PLAN OF MERGER

1. Health Services (Delaware), Inc., which is a business corporation of the State of Delaware, and North Central Florida Holdings, Inc., which is a business corporation of the State of Florida, hereby merges North Central Florida Holdings, Inc. into Health Services (Delaware), Inc. pursuant to the provisions of the Florida Business Corporation Act and pursuant to the provisions of the laws of the jurisdiction of organization of Health Services (Delaware), Inc.
2. The separate existence of North Central Florida Holdings, Inc. shall cease at the effective time and date of the merger pursuant to the provisions of the Florida Business Corporation Act; and Health Services (Delaware), Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the laws of the jurisdiction of its organization.
3. The issued shares of North Central Florida Holdings, Inc. shall not be converted in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall be surrendered and extinguished.
4. The Board of Directors and the proper officers of Health Services (Delaware), 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.