

P970000010033

Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

800003014748--4
-10/14/99--01053--015
*****70.00 *****70.00

CORPORATION(S) NAME

Unisyn Companies, Inc.
merging: Unisyn Merger Corp.

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input checked="" type="checkbox"/> Merge
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name
Availability 10/15/99
Document
Examiner ADR
Updater ADR
Verifier
Acknowledgement
W.P. Verifier

10/14/99

FILED
99 OCT 14 PM 1:11
TALLAHASSEE, FLORIDA
RECEIVED
99 OCT 14 AM 11:27
TALLAHASSEE, FLORIDA
STATE
CORPORATIONS

X00789, 00524, 00672

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

UNISYN MERGER CORP., a Florida corporation P99000016498

INTO

UNISYN COMPANIES, INC., a Florida entity, P97000010033.

File date: October 14, 1999

Corporate Specialist: Annette Ramsey



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 15, 1999

CT Corporation System
660 East Jefferson St.
Tallahassee, FL 32301

SUBJECT: UNISYN COMPANIES, INC.
Ref. Number: P97000010033

We have received your document for UNISYN COMPANIES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please remove the last paragraph which states that the Articles of Merger of the merged corporation will become the Articles of Merger of the surviving corporation. Or you can leave the paragraph in and attach amended and restated articles.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Ramsey
Corporate Specialist

Letter Number: 899A00049841

Please back-date

[Handwritten signature]

DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 OCT 15 PM 4:18

RECEIVED

ARTICLES of MERGER
of
UNISYN MERGER CORP.
into
UNISYN COMPANIES, INC.

FILED
99 OCT 14 PM 4:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Articles of Merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, F.S.:

FIRST: The name and jurisdiction of the Surviving Corporation is:

Unisyn Companies, Inc. Florida

SECOND: The name and jurisdiction of the Merging Corporation is:

Unisyn Merger Corp. Florida

THIRD: The Plan of Merger is attached.

FOURTH: The merger shall become effective on the date these Articles of Merger are filed with the Florida Department of State or at the earliest date thereafter approved by the Florida Department of State.

FIFTH: The Plan of Merger was adopted by the shareholders of the Surviving Corporation on February 21, 1999.

SIXTH: The Plan of Merger was adopted by the shareholders of the Merging Corporation on February 21, 1999.

Signed this 31st the day of August, 1999.

UNISYN MERGER CORP.

By: 

Edward A. Christensen
Vice President

UNISYN COMPANIES, INC.

By: 

Larry B. Schweiger
Chairman

PLAN of MERGER
of
UNISYN MERGER CORP.
into
UNISYN COMPANIES, INC.

The following Plan of Merger is submitted in compliance with section 607.1101, F.S. and in accordance with the laws of the State of Florida:

FIRST: The name and jurisdiction of the Surviving Corporation is:

Unisyn Companies, Inc. Florida

SECOND: The name and jurisdiction of the Merging Corporation is:

Unisyn Merger Corp. Florida

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

Unisyn Merger Corp. shall merge with and into Unisyn Companies, Inc., with Unisyn Companies, Inc. as the Surviving Corporation. The merger shall be effective on the date that these Articles of Merger are filed with the Florida Department of State (the "Effective Time") or at the earliest date thereafter approved by the Florida Department of State.

FOURTH: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the Surviving Corporation 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, or other securities of the Surviving Corporation, or in whole or in part, into cash or other property are as follows:

(1) Each share of common stock of Unisyn Merger Corp., issued and outstanding at the Effective Time, shall be converted into one share of common stock of the Surviving Corporation. Such newly issued shares shall thereafter constitute all of the issued and outstanding capital stock of the Surviving Corporation.

(2) All of the shares of Unisyn Companies, Inc. common stock issued and outstanding at the Effective Time shall be converted into an aggregate of 2,400,000 shares of common stock of National Financial Partners Corp., a Delaware corporation. All shares of Unisyn Companies, Inc. common stock by virtue of the Merger and without any action on the part of the holders thereof, shall no longer be outstanding and shall be canceled and retired and

shall cease to exist, and each holder of a certificate representing such shares shall thereafter cease to have any rights with respect to such shares.