

P97000012270



ACCOUNT NO. : 072100000032

REFERENCE : 081461 4334907

AUTHORIZATION : *Patricia Pizutto*

COST LIMIT : \$ 70.00

ORDER DATE : December 29, 1998

ORDER TIME : 11:01 AM

ORDER NO. : 081461-010

900002725219--7

CUSTOMER NO: 4334907

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

ARTICLES OF MERGER

FLORIDA GULF COAST GP, INC.

INTO

HEALTH SERVICES (DELAWARE),
INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98/DEC 29 PM 1:24

merge sp
12/30/98

ARTICLES OF MERGER
Merger Sheet

MERGING:

FLORIDA GULF COAST GP, INC., a FL corp. P97000012270
,

INTO

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

File date: December 29, 1998

Corporate Specialist: Susan Payne

Account number: 072100000032

Account charged: 70.00

ARTICLES OF MERGER
OF
FLORIDA GULF COAST GP, INC.
INTO
HEALTH SERVICES (DELAWARE), INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 DEC 29 PM 1:24

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 for merging Florida Gulf Coast GP, Inc. with and into Health Services (Delaware), Inc. as approved by the Board of Directors of Florida Gulf Coast GP, Inc. on May 28, 1998 and adopted at a meeting by the Board of Directors of Health Services (Delaware), Inc. on May 28, 1998.

2. The merger of Florida Gulf Coast GP, 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 May 28, 1998.

3. Shareholder approval was not required for the merger.

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

Executed on December 28, 1998.

FLORIDA GULF COAST GP, INC.

By: John M. Franck II

John M. Franck II
Corporate Secretary

HEALTH SERVICES (DELAWARE), INC.

By: John M. Franck II

John M. Franck II
Corporate Secretary

PLAN OF MERGER

1. Health Services (Delaware), Inc., which is a business corporation of the State of Delaware and is the parent corporation and the owner of all the outstanding shares of Florida Gulf Coast GP, Inc., which is a business corporation of the State of Florida and the subsidiary corporation, hereby merges Florida Gulf Coast GP, 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 Florida Gulf Coast GP, 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 Florida Gulf Coast GP, 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.