

P97000106514



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

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Merger

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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input checked="" type="checkbox"/>	Merger

☐ Certificate of FICTITIOUS NAME

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
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REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
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<input type="checkbox"/>	Other

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 DEC 29 AM 11:45

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P97000106514

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

MANAGEMED, INC., a Florida corporation P93000019173

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INTO

MANAGEMED II, INC., a Florida corporation, P97000106514.

File date: December 29, 1997 , effective December 31, 1997

Corporate Specialist: Annette Hogan

EFFECTIVE DATE
12/31/97

FILED
97 DEC 29 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

MERGING

MANAGEMED, INC.
a Florida corporation

INTO

MANAGEMED II, INC.
a Florida corporation

(Pursuant to Sections 607.1104 and 607.1105 of the
Florida Business Corporation Act)

MANAGEMED, INC., a Florida corporation (the "Disappearing Subsidiary"), and
MANAGEMED II, INC., a Florida corporation (the "Surviving Subsidiary"), do hereby certify:

FIRST: That the Plan of Merger merging ManageMed, Inc. (the "Disappearing Subsidiary") with and into ManageMed II, Inc. (the "Surviving Subsidiary") is attached hereto as Exhibit A;

SECOND: The effective date of the Merger shall be December 31, 1997;

THIRD: Shareholder approval was not required;

FOURTH: The Plan of Merger was adopted on December 23, 1997, by the Board of Directors of the Disappearing Subsidiary and the Plan of Merger was adopted on December 23, 1997 by the Board of Directors of the Surviving Subsidiary. The Plan of Merger was approved by the Board of Directors of Trident Medical Concepts, Inc. (the "Parent"), which owns 100% of the issued and outstanding shares of the Disappearing Subsidiary and of the Surviving Subsidiary, on December 23, 1997, pursuant to Section 607.1104 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, MANAGEMED, INC., and MANAGEMED II, INC., has each caused this Articles of Merger to be executed on the 23rd day of December, 1997.

MANAGEMED, INC.

By: 
Anthony J. Gigliotti, President

MANAGEMED II, INC.

By: 
Anthony J. Gigliotti, President

Exhibit A

PLAN OF MERGER

MERGING

MANAGEMED, INC.
(a Florida corporation)

INTO

MANAGEMED, II, INC.
(a Florida corporation)

1. Trident Medical Concepts, Inc, a Delaware corporation ("Parent"), owns 100% of the issued and outstanding shares of (a) ManageMed, Inc., a Florida corporation (the "Disappearing Subsidiary"), and (b) ManageMed II, Inc. a Florida corporation (the "Surviving Subsidiary").

2. Upon effectuation of the Merger, all issued and outstanding shares of the Disappearing Subsidiary shall be endorsed and delivered to the Surviving Subsidiary which shall immediately cancel said shares so that the only shares to remain issued and outstanding shall be those shares issued by the Surviving Subsidiary prior to the effectuation of the Merger.

3. Upon effectuation of the Merger:

(i) The Articles of Incorporation of the Surviving Subsidiary, as in effect on the effective date of the Merger shall remain in existence as such;

(ii) the Bylaws of the Surviving Subsidiary in effect on the effective date of the Merger shall remain in existence after the effective date of the Merger;

(iii) the officers and directors of the Surviving Subsidiary shall be the same individuals who were officers and directors of such corporation prior to the Merger.