

P98000002003

Document Number Only

CT CORPORATION SYSTEM

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CORPORATION(S) NAME

900002726879--7

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EFFECTIVE DATE

1/1/99

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DIVISION OF CORPORATIONS
98 DEC 30 PM 3:51

~~SOUTHERN RAINBOW CORPORATION~~

Merging INTO: XL Group, Inc.

☐ Profit

☐ NonProfit

☐ Limited Liability Co.

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Limited Partnership

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JEFFREY D. BUTTERFIELD

12/30

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ARTICLES OF MERGER
Merger Sheet

MERGING: -----

SOUTHERN RAINBOW CORPORATION, a FL corp., P98000056002

INTO

XL GROUP, INC., a Florida corporation, P98000002003.

File date: December 30, 1998 , effective January 1, 1999

Corporate Specialist: Susan Payne

ARTICLES AND PLAN OF MERGER

merging

SOUTHERN RAINBOW CORPORATION

with and into

XL GROUP, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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EFFECTIVE DATE


1/1/99

Pursuant to the provisions of Section 607.1105 of the Florida Business Corporation Act, the undersigned corporations do hereby make and execute these Articles of Merger for the purpose of merging Southern Rainbow Corporation with and into XL Group, Inc. (the "Merger"):


- (a) The Plan of Merger is as follows:
 - (1) The name of each corporation to be merged is Southern Rainbow Corporation and XL Group, Inc. The name of the surviving corporation is XL Group, Inc.
 - (2) The merger shall have the effect provided therefor by the Florida Business Corporation Act.
 - (3) At the effective time of the merger, each share of Southern Rainbow Corporation stock issued and outstanding immediately prior to the merger shall, without any action on the part of the holder thereof, be canceled and no consideration shall be exchanged therefor.
- (b) The effective date of the Merger shall be January 1, 1999.
- (c) Pursuant to Section 607.1103(7) of the Florida Business Corporation Act, the Plan of Merger need not be approved by the sole shareholder of XL Group, Inc.
- (d) The Plan of Merger was approved and adopted by the sole shareholder of Southern Rainbow Corporation on December 28, 1998; the Plan of Merger was approved and adopted by the sole director of XL Group, Inc. on December 28, 1998.

Dated: December 28, 1998

XL GROUP, INC.

By: 
Robert J. Poirier
Vice President

SOUTHERN RAINBOW CORPORATION

By: 
Robert J. Poirier
Vice President