P98000056002

ARTICLES OF MERGER Merger Sheet

MERGING:

SOUTHERN RAINBOW CORPORATION, a FL corp., P98000056002

INTO

800002731418--8

XL GROUP, INC., a Florida corporation, P9800002003.

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

Corporate Specialist: Susan Payne

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314