C T Corporation System.

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301

City State Zip Phone

**CORPORATION(S) NAME** 



Novacare Employee:	Services of Bradenton, For.	<u> </u>
named into:	<u></u>	<u>000002450879</u> -03/09/980105303
Nevacare Employee	Services of Orlando, Ivi	*****70,00 ******70
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### ARTICLES OF MERGER Merger Sheet

MERGING:

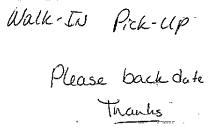
NOVACARE EMPLOYEE SERVICES OF BRADENTON, INC., a Florida corporation F69760

INTO

NOVACARE EMPLOYEE SERVICES OF ORLANDO, INC., a Florida corporation, V40457.

File date: March 9, 1998

Corporate Specialist: Annette Hogan



# FLORIDA DEPARTMENT OF STATE Sandra B. Mortham

Secretary of State

March 9, 1998

CT Corporation System 660 East Jefferson Street Tallahassee, FL 32301

SUBJECT: NOVACARE EMPLOYEE SERVICES OF ORLANDO, INC.

Ref. Number: V40457

We have received your document for NOVACARE EMPLOYEE SERVICES OF ORLANDO, 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):

For each corporation, the document must contain the date of adoption of the planof merger or share exchange by the shareholders or by the board of directors when no vote of the shareholders is required.

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

Annette Hogan Corporate Specialist

Letter Number: 798A00012754

# STATE OF FLORIDA ARTICLES OF MERGER

OF



## NOVACARE EMPLOYEE SERVICES OF BRADENTON, INC., A FLORIDA CORPORATION

#### INTO

### NOVACARE EMPLOYEE SERVICES OF ORLANDO, INC., A FLORIDA CORPORATION

The undersigned corporations, pursuant to Section 607.1105 of the Florida Business Corporation Act hereby execute the following Articles of Merger:

FIRST: The Plan of merger is as follows:

#### PLAN OF MERGER

NovaCare Employee Services of Orlando, Inc. ("Orlando"), a corporation organized under the laws of the State of Florida, shall merge with and into itself and assume the liabilities and obligations of NovaCare Employee Services of Bradenton, Inc. ("Bradenton"), a corporation organized under the laws of the State of Florida. The name of the surviving corporation is NovaCare Employee Services of Orlando, Inc.

Since all of the issued and outstanding shares of Bradenton, the surviving corporation are owned by NovaCare Employee Services of America, Inc., a Florida corporation, and all of the issued and outstanding shares of Orlando, the merging corporation, are owned by NovaCare Employee Services Resource One, Inc., a Florida corporation, on the effective date of the merger all of the issued and outstanding shares of Bradenton, the merging corporation, shall be canceled and no shares of the surviving corporation shall be issued in exchange therefor.

The Articles of Incorporation of Bradenton shall be the Articles of Incorporation of the corporation surviving the merger. No changes or amendments shall be made to the Articles of Incorporation because of the merger.

The by-laws of Bradenton shall be the by-laws of the corporation surviving the merger.

The directors and officers of Bradenton shall be the directors and officers of the corporation surviving the merger and shall serve until their successors are selected.

The officers of each corporation party to the merger shall be and hereby are authorized to do all acts and things necessary and proper to effect the merger.

SECOND: The effective date of the merger shall be upon filing with the Florida Department of State.

THIRD: The plan of merger was adopted by the board of directors and the sole shareholder of NovaCare Employee Services of Bradenton, Inc. on the 20th day of February, 1998 and the plan of merger was adopted by the board of directors and the sole shareholder of NovaCare Employee Services of Orlando, Inc. on the 20th day of February, 1998.

Signed this 3rd day of March, 1998.

NovaCare Employee Services of Orlando, Inc.

Marie L. Martino,

Senior Vice President

NovaCare Employee Services of Bradenton, Inc.

1/1/100

Marie L. Martino, Senior Vice President