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SECRET
OFFICE

ARTICLES OF MERGER
OF
ARROW AMBULANCE, INC.
WITH AND INTO
RURAL/METRO OF GREATER SEATTLE, INC.

IDAHO SECRETARY OF STATE

129/2001 09:00
953438 CI: 76319 BI: 375273

30.00 = 30.00 MERGER # 3
20.00 = 20.00 EXPEDITE C # 4

C 83823

Pursuant to the provisions of Section 30-1-1104 and 30-1-1107 of the Idaho Business Corporation Act, the undersigned foreign and domestic corporations adopt the following Articles of Merger for the purpose of merging the subsidiary corporation into the parent corporation as the surviving corporation:

1. The names of the corporations participating in the merger and the states under the laws of which they are organized are:

<u>Name of Corporation</u>	<u>State</u>
Rural/Metro of Greater Seattle, Inc.	Washington
Arrow Ambulance, Inc.	Idaho

2. Rural/Metro of Greater Seattle, Inc. is the parent corporation of Arrow Ambulance, Inc. and owns 100% of the outstanding shares of each class of authorized stock of Arrow Ambulance, Inc.

3. The name of the surviving corporation is Rural/Metro of Greater Seattle, Inc., a Washington corporation, and such corporation shall be governed by the laws of the State of Washington.

4. The plan of merger is set forth in Exhibit A attached hereto and was duly adopted and approved by the Board of Directors of Rural/Metro of Greater Seattle, Inc. by Unanimous Written Consent in Lieu of a Special Meeting of the Board of Directors, dated as of December 29, 2000.

5. The approval of the shareholders of Rural/Metro of Greater Seattle, Inc. and Arrow Ambulance, Inc. was not required.

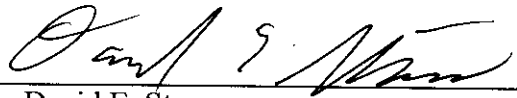
6. The laws of the state under which the foreign corporation is organized permits such a merger. Rural/Metro of Greater Seattle, Inc. has complied with the applicable provisions of the laws of the State of Washington.

7. Rural/Metro of Greater Seattle, Inc., a Washington corporation and surviving corporation of the merger, appoints the Secretary of State of the State of Idaho as its agent for service of process on a proceeding to enforce any obligations or the rights of dissenting shareholders of the domestic corporation party to the merger.

8. Rural/Metro of Greater Seattle, Inc., a Washington corporation and surviving corporation of the merger, agrees to promptly pay the dissenting shareholders of the domestic corporation party to the merger the amount if any, to which they are entitled.

Dated: December 29, 2000.

RURAL/METRO OF GREATER SEATTLE, INC.,
a Washington corporation

By: 
Name: David E. Stevens
Its: Assistant Secretary and Assistant Treasurer

ARROW AMBULANCE, INC.,
an Idaho corporation

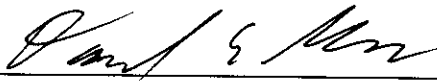
By: 
Name: David E. Stevens
Its: Assistant Secretary and Assistant Treasurer

Exhibit A

Plan of Merger

(attached)

**PLAN OF MERGER
MERCING
ARROW AMBULANCE, INC.
WITH AND INTO
RURAL/METRO OF GREATER SEATTLE, INC.**

This Plan of Merger ("Plan of Merger") has been prepared in accordance with Section 30-1-1104 of the Idaho Business Corporation Act and Section 23B.11.040 of the Washington Business Corporation Act, for the purpose of merging the subsidiary corporation into the parent corporation as the surviving corporation.

1. **Parent and Subsidiary Corporations and the Surviving Corporation.** Arrow Ambulance, Inc., an Idaho corporation and the subsidiary corporation, ("Arrow Ambulance"), shall be merged (the "Merger") with and into Rural/Metro of Greater Seattle, Inc., a Washington corporation, the parent corporation ("R/M of Greater Seattle"). R/M of Greater Seattle shall be the corporation surviving the Merger (hereinafter sometimes referred to as the "Surviving Corporation").

2. **Conversion of Shares.** As of the Effective Date, all issued and outstanding shares of Arrow Ambulance shall be cancelled without consideration.

3. **Board of Directors and Shareholder Approval.** This Plan of Merger was adopted and approved by the Board of Directors of R/M of Greater Seattle by Unanimous Written Consent in Lieu of a Special Meeting of the Board of Directors of R/M of Greater Seattle, dated as of December 29, 2000. The approval of the board of directors and the shareholders of Arrow Ambulance and the shareholders of R/M of Greater Seattle were not required.

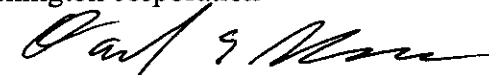
ARROW AMBULANCE, INC.,
an Idaho corporation

By: 

Name: David E. Stevens

Title: Assistant Secretary and Assistant Treasurer

RURAL/METRO OF GREATER SEATTLE, INC.,
a Washington corporation

By: 

Name: David E. Stevens

Title: Assistant Secretary and Assistant Treasurer