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BLANK CERTIFICATE
State Form 28791 (R / 7-88)
STATE OF INDIANA

FORM SCC - 26

OFFICE OF THE SECRETARY OF STATE

RECEIVED
SEC. OF STATE

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To Whom These Presents Come, Greeting:

WHEREAS, there has been presented to me at this office, Articles of Merger, merging,

LINCOLN NATIONAL MANAGED CARE, INC.
the non-survivor(s), into

LINCOLN NATIONAL HEALTH CARE, INC.

a/an Colorado Corporation, the survivor

Said Articles of Merger have been prepared and signed in accordance with the provisions of the Indiana Business Corporation Law;

WHEREAS, upon due examination, I find that they satisfy the requirements of I.C. 23-1-18-1:

NOW, THEREFORE, I, JOSEPH H. HOGSETT, Secretary of State of the State of Indiana hereby certify that I have this day filed said Articles in this office.

Effective date the provisions will apply is December 31, 1989



In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the city of Indianapolis, this

28th

day of December, 19 89

Joseph H. Hogsett
Joseph H. Hogsett, Secretary of State

By Debia G. Schaub
Deputy