



To all to whom these Presents Shall Come, Greeting:

I, Jim Edgar, Secretary of State of the State of Illinois,
do hereby certify that THE FOLLOWING AND HERETO ATTACHED IS A TRUE
COPY OF THE ARTICLES OF MERGER OF PAT RYAN & ASSOCIATES, INC.*****



In Testimony Whereof, *I hereto set*
my hand and cause to be affixed the Great Seal of
the State of Illinois this _____ **1ST**
MARCH *day of* _____ *A. D., 19* **84**

Jim Edgar

SECRETARY OF STATE



To all to whom these Presents Shall Come, Greeting:

Wherras,

ARTICLES OF MERGER, of

PAT RYAN & ASSOCIATES, INC.

incorporated under the laws of the State of **Illinois** have been
filed in the Office of the Secretary of State as provided by The "Business
Corporation Act" of Illinois, in force July 13, A.D. 1933.

*Now Therefore, I, Jim Edgar, Secretary of State of the State
of Illinois, by virtue of the powers vested in me by law, do hereby
issue this certificate and attach hereto a copy of the Application
of the aforesaid corporation.*

In Testimony Whereof, *I hereto set my hand and cause to
be affixed the Great Seal of the State of Illinois.*

at the City of Springfield, this 30th

day of December AD 19 83 *and*

of the Independence of the United States

the two hundred and 8th.

(SEAL)

Jim Edgar

SECRETARY OF STATE

(Do not write in this space)

ARTICLES OF MERGER
OF SUBSIDIARY
CORPORATIONS

(Strike out inapplicable words)

Date Paid

Filing Fee

Clerk

4979-618-8

(Do not write in this space)

Date Paid

Filing Fee

Clerk

To ALAN J. DIXON, Secretary of State,

The undersigned corporation, pursuant to Section 66A of "The Business Corporation Act" of the State of Illinois, hereby executes the following articles of merger:

ARTICLE ONE

The names of the corporations proposing to merge and the names of the States under the laws of which such corporations are organized, are as follows:

Name of Corporation	State of Incorporation
PAT RYAN & ASSOCIATES, INC.	ILLINOIS
P. RYAN ASSOCIATES OF FLORIDA, INC.	FLORIDA
RYAN ASSOCIATES OF NORTH CAROLINA, INC.	NORTH CAROLINA

ARTICLE TWO

The laws of Florida and North Carolina
the State S under which such foreign ~~corporation is~~ corporations are organized, permit such merger.

ARTICLE THREE

The name of the surviving corporation shall be PAT RYAN & ASSOCIATES, INC.
and it shall be governed by the laws of the State of Illinois

ARTICLE FOUR

The plan of merger is as follows:

A

RYAN ASSOCIATES OF NORTH CAROLINA, INC. and P. RYAN ASSOCIATES OF FLORIDA, INC., the subsidiary corporations, shall merge into and PAT RYAN & ASSOCIATES, INC., the surviving corporation, shall merge into itself said subsidiary corporations.

All shares of PAT RYAN & ASSOCIATES, INC. now issued and outstanding shall remain issued and outstanding and all shares of RYAN ASSOCIATES OF NORTH CAROLINA, INC. and P. RYAN ASSOCIATES OF FLORIDA, INC. now issued and outstanding all of which are owned by PAT RYAN & ASSOCIATES, INC. shall be cancelled.

The name of the surviving corporation is PAT RYAN & ASSOCIATES, INC.

ARTICLE FIVE

The number of outstanding shares of each class of each merging subsidiary corporation and the number of such shares of each class owned immediately prior to the adoption of the plan of merger by the parent corporation, are:

Name of Corporation	Total Number of Shares Outstanding of Each Class	Number of Shares of Each Class owned Immediately Prior to Merger by the Parent Corporation
P. RYAN ASSOCIATES OF FLORIDA, INC.	1,000	1,000
RYAN ASSOCIATES OF NORTH CAROLINA, INC.	100	100

ARTICLE SIX

The date of mailing a copy of the plan of merger to the shareholders of each merging subsidiary corporation was

Was written consent for the merger or written waiver of the 30 day period by the holders of all the outstanding shares of all subsidiary corporations received? Yes

(If answer is in the negative, the duplicate originals of the Articles of Merger may not be delivered to the Secretary of State until after 30 days following the mailing of a copy of the plan of merger to the shareholders of each merging subsidiary corporation).

ARTICLE SEVEN

(Delete this article if surviving or new corporation is to be governed by the laws of the State of Illinois.)

It is agreed that, upon and after the issuance of a certificate of merger by the Secretary of State of the State of Illinois:

1. The surviving corporation may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Illinois which is a party to the merger and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Illinois against the surviving or new corporation;
2. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving corporation to accept service of process in any such proceedings; and

3. The surviving corporation will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Illinois which is a party to the merger the amount, if any, to which they shall be entitled under the provisions of "The Business Corporation Act" of the State of Illinois with respect to the rights of dissenting shareholders.

IN WITNESS WHEREOF, the undersigned corporation has caused these articles of merger to be executed in its name by its _____ President attested by its _____ Secretary, this 23rd day of December 1983

PAY RYAN & ASSOCIATES, INC.

By Joseph E. Wilson
Its (President) or (Vice-President)

PLACE
(Corporate Seal)
Here

Attest:

Frances Alcantar
Its (Secretary) or (Assistant Secretary)

STATE OF ILLINOIS
COUNTY OF COOK } ss.

I, Frances Alcantar, a Notary Public, do hereby certify that on the 23rd day of December, A.D. 1983, personally appeared before me Joseph E. Wilson who declares he is _____ President of the corporation, executing the foregoing document, and being first duly sworn, acknowledged that he signed the foregoing articles of merger in the capacity therein set forth and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.

PLACE
(Notarial Seal)
HERE

Frances Alcantar
My Commission Expires Nov. 30, 1984 Notary Public