

600794

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

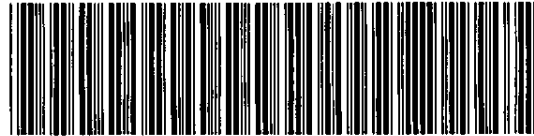
(Business Entity Name)

(Document Number)

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*Merge &
Name Change*

EFFECTIVE DATE
12-1-14

RECEIVED
DEPARTMENT OF STATE
13 DEC 31 AM 11:01

FILED
2013 DEC 31 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/31/13

DEPARTMENT OF STATE
ACCOUNT FILING COVER SHEET

Account Number FCA000000017

Date: 12-30-13

Requestor Name: Carlton Fields

Address: Post Office Drawer 190
Tallahassee, Florida 32302

Telephone: (850) 513-3619 - direct
(850) 224-1585

Contact Name: Kim Pullen, CP, FRP

Corporation Name:

(Merger)

new name:

Carlton Fields Jordan Burt, P.A.

LLP950001025 → 600794

Jordan Burt, LLP → Carlton Fields, P.A.

Email Address:

Entity Number:

Authorization:

Kim Pullen

X Merger

 Certified Copy

 Certificate of Status

 New Filings

 Plain Stamped Copy

 Annual Report

 Fictitious Name

 Amendments

 Registration

(X) Call When Ready

(X) Call if Problem

() After 4:30

(X) Walk In

() Will Wait

(X) Pick Up

EFFECTIVE DATE
1-1-14

FILED

2013 DEC 31 AM 11:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF MERGER
OF**

**JORDEN BURT LLP,
a Florida limited liability partnership**

with and into

**CARLTON FIELDS, P.A.,
a Florida professional corporation**

Pursuant to Sections 620.8918 and 607.1109 of the Florida Statutes, these Articles of Merger provide as follows:

**ARTICLE I
Plan of Merger**

The Plan of Merger is attached hereto as Exhibit A.

**ARTICLE II
Approval of the Plan**

The partners of Jorden Burt LLP approved and adopted the Plan of Merger in accordance with the applicable provisions of Chapter 620 of the Florida Statutes.

The shareholders of Carlton Fields, P.A. approved and adopted the Plan of Merger in accordance with the applicable provisions of Chapter 607 of the Florida Statutes.

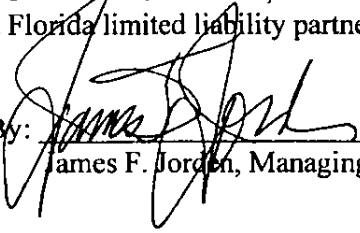
**ARTICLE III
Effective Date**

These Articles of Merger shall become effective on January 1, 2014.

[Remainder of page intentionally left blank]

The undersigned authorized representatives of the constituent organizations have caused these Articles of Merger to be executed this 7 day of December, 2013.

JORDEN BURT LLP,
a Florida limited liability partnership

By: 
James F. Jorden, Managing Partner

CARLTON FIELDS, P.A.,
a Florida professional corporation

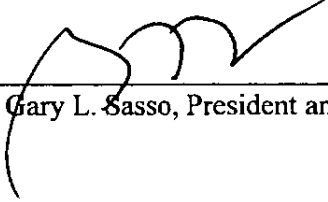
By: 
Gary L. Sasso, President and CEO

EXHIBIT A

Plan of Merger

(Attached)

PLAN OF MERGER

THIS PLAN OF MERGER (this "**Plan**") is entered into as of October 7, 2013, by and between **JORDEN BURT LLP**, a Florida limited liability partnership ("**Jorden Burt**") and **CARLTON FIELDS, P.A.**, a Florida professional corporation ("**Carlton Fields**").

1. **State of Organization; Surviving Entity.** The name, state of organization and each entity type of each of the constituent entities of the merger is as follows:

Name	State of Organization	Entity Type
Jorden Burt LLP	Florida	Limited Liability Partnership
Carlton Fields, P.A.	Florida	Corporation

Carlton Fields, P.A. shall be the surviving entity (the "**Surviving Entity**").

2. **Terms and Conditions of the Merger.** Jorden Burt shall be merged with and into Carlton Fields.

3. **Manner and Basis of Conversion of Partnership Interests.** At the Effective Date (as defined below), the partnership interests held by each partner of Jorden Burt shall be converted into nine (9) shares of Class A common shares of the Surviving Entity for an aggregate of three hundred forty-two (342) shares of the Surviving Entity.

4. **Name.** The name of the Surviving Entity as of the Effective Date will be "Carlton Fields Jorden Burt, P.A."

5. **Effective Date of the Merger.** The merger shall be effective on January 1, 2014 (the "**Effective Date**").

6. **Amendment to Articles of Incorporation.** Article I of the Articles of Incorporation of the Surviving Entity is hereby amended in its entirety to read as follows:

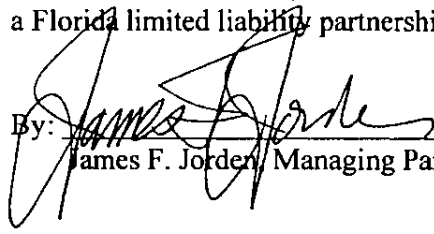
"The name of the corporation (hereinafter referred to as the "Corporation") is:

Carlton Fields Jorden Burt, P.A."

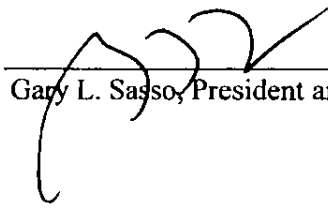
[Remainder of page intentionally left blank]

This Plan has been executed and delivered by the parties as of the date set forth in the opening paragraph of this Plan.

JORDEN BURT LLP,
a Florida limited liability partnership

By: 
James F. Jorden, Managing Partner

CARLTON FIELDS, P.A.,
a Florida professional corporation

By: 
Gary L. Sasso, President and CEO