

LO2000030609

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

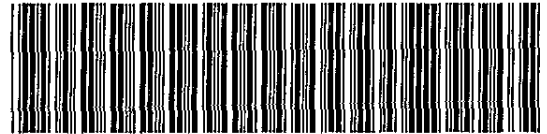
Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

1/6 merger amend

LO2-30609

Office Use Only



100009658211

RECEIVED
03 JAN -6 PM 12:01
STATE
OFFICE OF REGISTRATIONS
TALLAHASSEE, FLORIDA

03 JAN -6 PM 1:06

PM 1:06



ACCOUNT NO. : 072100000032

REFERENCE : 880529 4324348

AUTHORIZATION : Patricia Piquin

COST LIMIT : \$ 43.15 55.00

ORDER DATE : January 6, 2003

ORDER TIME : 10:23 AM

ORDER NO. : 880529-005

CUSTOMER NO: 4324348

CUSTOMER: Judy Marshall, Legal Assistant
Service Corporation Intl.
1929 Allen Parkway

Houston, TX 770190548

DOMESTIC AMENDMENT FILING

NAME: FOUNTAINHEAD MEMORIAL PARK,
LLC.

EFFECTIVE DATE:

XX ARTICLES OF CORRECTION
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE

Ken Detzner
Secretary of State

January 7, 2003

DARLENE WARD
CSC

RESUBMIT
Please give original
submission date as file date.

SUBJECT: FOUNTAINHEAD MEMORIAL PARK, LLC
Ref. Number: L02000030609

We have received your document for FOUNTAINHEAD MEMORIAL PARK, LLC and the authorization to debit your account in the amount of \$43.75. However, the document has not been filed and is being returned for the following:

The document must be titled ARTICLES OF AMENDMENT TO THE ARTICLES OF MERGER.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 103A00000795

RECEIVED
03 JAN -8 AM 10:29
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF MERGER

These Articles of Amendment are hereby submitted to the Secretary of State of the State of Florida to correct a typographical error in the following described document:

1. Title of Document: Articles of Merger and Plan of Merger, a copy of which is attached hereto as Exhibit "A".
2. Parties to the Document:
Fountainhead Memorial Park, Inc. Florida Registration No. 285892
and
Fountainhead Memorial Park, LLC Florida Registration No. L02000030609
3. Date of filing: December 18, 2002 with the effective date of December 31, 2002.
4. Purpose of these Articles of Correction: To correct error in Article FIRST of the Plan of Merger.
5. Article FIRST in the Plan of Merger as previously filed stated:

FIRST: The exact name and jurisdiction of the merging party is as follows:

<u>Name</u>	<u>Jurisdiction</u>
Fountainhead Memorial Park, LLC	Florida

6. Article FIRST is hereby deleted in its entirety and replaced as follows:

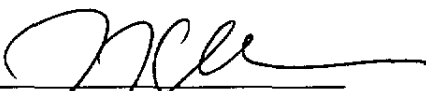
FIRST: The exact name and jurisdiction of the merging party is as follows:

<u>Name</u>	<u>Jurisdiction</u>
Fountainhead Memorial Park, Inc.	Florida


7. All other Articles in the previously filed Plan of Merger are correct.

Dated: December 31, 2002.

FOUNTAINHEAD MEMORIAL PARK, LLC,
a Florida limited liability company

By: 
Timothy J. Claiborne,
Manager

FOUNTAINHEAD MEMORIAL PARK, INC.,
a Florida corporation

By: 
Timothy J. Claiborne,
Vice President

FILED
03 JAN -5 PM 4:06
TALLAHASSEE, FLORIDA

Exhibit "A"

ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.203, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

Name and Street Address

Jurisdiction

Entity Type

1. Fountainhead Memorial Park, Inc.
1929 Allen Parkway
Houston, Texas 77019

Florida

Corporation

Florida Document/Registration Number: 285892

FEI Number: 59-1088279

2.

Florida Document/Registration Number:

FEI Number:

3.

Florida Document/Registration Number:

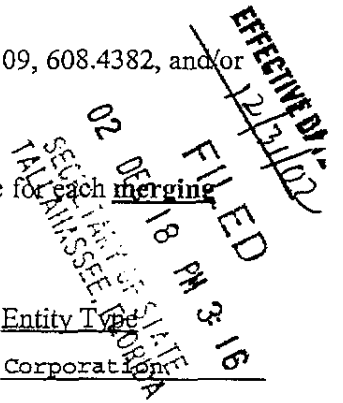
FEI Number:

4.

Florida Document/Registration Number:

FEI Number:

(Attach additional sheet(s) if necessary)



SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
<u>Fountainhead Memorial Park, LLC</u>	<u>Florida</u>	<u>Limited Liability</u>
<u>1929 Allen Parkway</u>		
<u>Houston, Texas 77019</u>		

Florida Document/Registration Number: L02000030609 FEI Number: _____

THIRD: The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

EFFECTIVE DATE
12/31/02

02 DEC 18 PM 3:16
FILED
TALLAHASSEE, FLORIDA

02 DEC 18 PM 3 16
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Enter specific date. NOTE: Date cannot be prior to the date of filing.)

(Attach additional sheet(s) if necessary)

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with Sections 607.1103 and 608.4381 of the Florida Statutes, is being submitted in accordance with Section 607.1108 and 608.438 of the Florida Statutes.

FIRST: The exact name and jurisdiction of the **merging** party is as follows:

<u>Name</u>	<u>Jurisdiction</u>
Fountainhead Memorial Park, LLC	Florida

SECOND: The exact name and jurisdiction of the **surviving** party is as follows:

<u>Name</u>	<u>Jurisdiction</u>
Fountainhead Memorial Park, LLC	Florida

THIRD: The terms and conditions of the merger are as follows:

Fountainhead Memorial Park, LLC, a Florida limited liability company, is the owner of all of the issued and outstanding capital stock of Fountainhead Memorial Park, Inc., a Florida corporation. Fountainhead Memorial Park, LLC and Fountainhead Memorial Park, Inc. hereby merge pursuant to the provisions of the Florida Business Corporation Act and pursuant to the provisions of the Florida Limited Liability Company Act.

The separate existence of Fountainhead Memorial Park, Inc. shall cease at the effective time and date of the merger, and Fountainhead Memorial Park, LLC shall continue its existence as the surviving entity pursuant to the provisions of the Florida Limited Liability Company Act.

The articles of organization and operating agreement of Fountainhead Memorial Park, LLC, as now in force and effect, shall continue to be the articles of organization and operating agreement of Fountainhead Memorial Park, LLC until amended and changed pursuant to the provisions of the laws of the Florida Limited Liability Company Act.

The title of all real estate and personal tangible and intangible property or any interest therein, owned by Fountainhead Memorial Park, Inc. shall be vested in Fountainhead Memorial Park, LLC and Fountainhead Memorial Park, LLC shall be responsible and liable for all the liabilities and obligations of Fountainhead Memorial Park, Inc.

FOURTH: The issued shares of Fountainhead Memorial Park, Inc. shall not be converted or exchanged in any manner inasmuch as Fountainhead Memorial Park, LLC presently owns directly all of the outstanding shares of said corporation and will continue to own said shares prior to the adoption of this Plan of Merger and prior to the effective

EFFECTIVE DATE
12/31/02

FILED
DEC 18 PM 3 16
TALLAHASSEE, FLORIDA

time and date thereof. Each of the issued shares of Fountainhead Memorial Park, Inc. shall be surrendered and extinguished upon the effective time and date of the merger in the State of Florida.

FIFTH: The management of Fountainhead Memorial Park, LLC is vested in one manager. The name and business address of such manager is as follows:

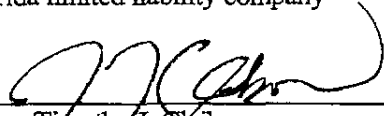
<u>Name</u>	<u>Business Address</u>
Timothy J. Claiborne	4114 Sunbeam Road, #101 Jacksonville, Florida 32257

SIXTH: The effective time and date of the merger provided for herein shall be at 11:59 p.m. December 31, 2002.


IN WITNESS WHEREOF, this Plan of Merger is hereby signed upon behalf of each of the parties thereto.

Dated: December 12, 2002.

FOUNTAINHEAD MEMORIAL PARK, LLC,
a Florida limited liability company

By: 
Timothy J. Claiborne,
Manager

FOUNTAINHEAD MEMORIAL PARK, INC.,
a Florida corporation

By: 
Timothy J. Claiborne,
Vice President

FILED
DEC 18 PM 3:16
JACKSONVILLE, FLORIDA
EFFECTIVE DATE
12/31/02