

LD8000077378

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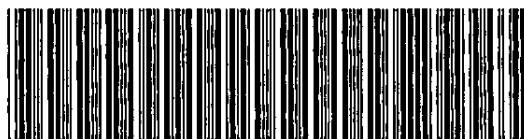
(Business Entity Name)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
13 MAY - 1 PM 9:35

Menger/CC  
(1a) 5.7.13

COVER LETTER

TO: Amendment Section  
Division of Corporations

SUBJECT: MEDALLION COMPANIES LLC  
Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

KEVIN D. MERCER

Contact Person

KEVIN D. MERCER, P.A.

Firm/Company

10800 BISCAYNE BLVD., SUITE 700

Address

MIAMI, FLORIDA 33161

City/State and Zip Code

KMERCER@THEMERCERFIRM.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

KEVIN MERCER

Name of Contact Person

At ( 305 )

454-0274

Area Code & Daytime Telephone Number



Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

**STREET ADDRESS:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

13 MAY - 1  
Act,

**First: The name and jurisdiction of the surviving corporation:**

**Second:** The name and jurisdiction of each merging corporation:

**Third: The Plan of Merger is attached.**

OR                 /            /            (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

The Plan of Merger was adopted by the board of directors of the surviving corporation on \_\_\_\_\_ and shareholder approval was not required.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on \_\_\_\_\_ and shareholder approval was not required.

*(Attach additional sheets if necessary)*

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or  
Director

Typed or Printed Name of Individual & Title

MEDALLION COMPANIES

JACK OSMAN, MANAGING MEMBER

MEDALLION MANAGEMEN

JACK OSMAN, MANAGING MEMBER

**PLAN OF MERGER**  
(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

**First:** The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>MEDALLION COMPANIES LLC</u>	<u>FLORIDA</u>

**Second:** The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>MEDALLION MANAGEMENT LLC</u>	<u>FLORIDA</u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>

**Third:** The terms and conditions of the merger are as follows:

MEDALLION MANAGEMENT LLC SHALL BE MERGED INTO MEDALLION COMPANIES LLC AND THE NEW ENTITY SHALL RETAIN THEIR NAME MEDALLION COMPANIES LLC.

**Fourth:** The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or in whole or in part, into cash or other property are as follows:

*(Attach additional sheets if necessary)*

**Fourth:** The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

ON THE EFFECTIVE DATE, THE SEPARATE CORPORATE EXISTENCE OF MEDALLION MANAGEMENT SHALL CEASE AND ALL SHARES, OBLIGATIONS, DEBTS AND RIGHTS SHALL BE VESTED IN AND BECOME THE PROPERTY OF THE SURVIVING CORPORATION WITHOUT FURTHER ACT OR DEED.