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² MASTER OF LAWS TAXATION
³ MASTER OF LAWS REAL PROPERTY DEVELOPMENT
⁴ MASTER OF LAWS ESTATE PLANNING AND ELDER LAW
⁵ CERTIFIED CIRCUIT MEDIATOR
⁶ ALSO ADMITTED IN DC AND SC
⁷ ALSO ADMITTED IN GA
⁸ ALSO ADMITTED IN THE COMMONWEALTH OF
THE BAHAMAS

WILLIAM W. CALDWELL, OF COUNSEL
RALPH L. EVANS, OF COUNSEL
STEVEN L. HENDERSON, OF COUNSEL ¹

December 27, 2016

SENT VIA Federal Express

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

To: Amendment Section
Division of Corporations

Subject: Jamal Family, LLC – A Florida Limited Liability Company
Document Number L16000192524

The enclosed Articles of Organization, Articles of Merger, Plan of Merger and fees are submitted for filing.

Please return all correspondence concerning this matter to:

Ronald K. Lawn, Esquire
756 Beachland Boulevard
Vero Beach, FL 32963
rlawn@verolaw.com

Should any further information concerning this matter be needed, please call me at 772.231.4343.

Sincerely,



Ronald K. Lawn, J.D., LL.M.
For the Firm

Enclosures
cc: Client

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DIVISION OF CORPORATIONS

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ARTICLES OF MERGER

The following Articles of Merger are being submitted in accordance with Florida Statute Section 605.1025 and Chapter 322B of the Minnesota Statutes.

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

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. Jamal Family, LLC 8873 Palm Road Britt, Minnesota 55710	Minnesota	Limited Liability Company
<i>L16000192524</i> 2. Jamal Family, LLC 4160 N. Highway A1A, Unit 1006 A Fort Pierce, Florida 34949	Florida	Limited Liability Company

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>
Jamal Family, LLC 4160 N. Highway A1A, Unit 1006 A Fort Pierce, Florida 34949	Florida	Limited Liability Company.

THIRD: The merger was approved by each domestic merging entity that is a limited liability company in accordance with Florida Statute Sections 605.1021-605.1026 and Chapter 322B of the Minnesota Statutes; by each other merging entity in accordance with the laws of its jurisdiction; and by each member of such limited liability company who as a result of the merger will have interest holder liability under Florida Statute Section 605.1023(1)(b).

FOURTH: This entity exists before the merger and is a domestic filing entity, the amendment, if any, to its public organic record is attached.

FIFTH: The entity agrees to pay any members with appraisal rights the amount to which such members are entitled under the provisions of Florida Statute Sections 605.1006 and ss. 605.1061-605.1072, and Chapter 322B of the Minnesota Statutes.

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SIXTH: The effective date of this merger shall be December 1, 2016.

SEVENTH: Signatures for Each Party:

JAMAL FAMILY, LLC
a Minnesota limited liability company,

By: *Omar Jamal*

By: *Habib Jamal*

By: *Ali Jamal*

Kassamali Jamal, by Omar Jamal,
Habib Jamal and Ali Jamal as his
Agents
Manager

JAMAL FAMILY, LLC
a Florida limited liability company,

By: *Omar Jamal*

By: *Habib Jamal*

By: *Ali Jamal*

Kassamali Jamal, by Omar Jamal,
Habib Jamal and Ali Jamal as his
Agents
Manager

By: *Omar Jamal*

By: *Habib Jamal*

By: *Ali Jamal*

Kassamali Jamal, by Omar Jamal,
Habib Jamal and Ali Jamal as his
Agents
Member

By: *Omar Jamal*

By: *Habib Jamal*

By: *Ali Jamal*

Kassamali Jamal, by Omar Jamal,
Habib Jamal and Ali Jamal as his
Agents
Member

By: *Omar Jamal*

By: *Habib Jamal*

By: *Ali Jamal*

Salma Jamal, by Omar Jamal,
Habib Jamal and Ali Jamal as her
Agents
Member

By: *Omar Jamal*

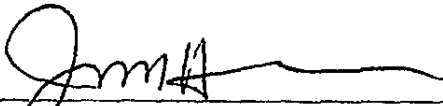
By: *Habib Jamal*

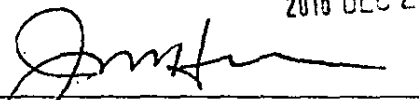
By: *Ali Jamal*

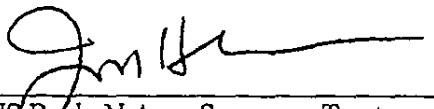
Salma Jamal, by Omar Jamal,
Habib Jamal and Ali Jamal as her
Agents
Member


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DIVISION OF CONSULAR AFFAIRS


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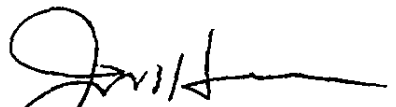
By: 
US Bank, N.A., as Successor Trustee
of the Omar Jamal Irrevocable Trust
created u/a dated August 6, 2002,
Member

By: 
US Bank, N.A., as Successor Trustee
of the Omar Jamal Irrevocable Trust
created u/a dated August 6, 2002,
Member

By: 
US Bank, N.A., as Successor Trustee
of the Ali Jamal Irrevocable Trust
created u/a dated August 6, 2002,
Member

By: 
US Bank, N.A., as Successor Trustee
of the Ali Jamal Irrevocable Trust
created u/a dated August 6, 2002,
Member

By: 
US Bank, N.A., as Successor Trustee
of the Habib Jamal Irrevocable Trust
created u/a dated August 6, 2002,
Member

By: 
US Bank, N.A., as Successor Trustee
of the Habib Jamal Irrevocable Trust
created u/a dated August 6, 2002,
Member

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DIVISION OF CORPORATE...

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PLAN OF MERGER

JAMAL FAMILY, LLC, a limited liability company originally formed under the laws of Minnesota, and JAMAL FAMILY, LLC, a Florida limited liability company, hereby adopt the following Plan of Merger pursuant to §605.1021 *et. seq.* of the Florida Revised Limited Liability Company Act and Chapter 322B of the Minnesota Statutes .

1. Name of each company planning to merge is:

JAMAL FAMILY, LLC, a Minnesota limited liability company, hereinafter referred to as the "Absorbed Company".

JAMAL FAMILY, LLC, a Florida limited liability company, hereinafter referred to as the "Surviving Company".

2. **Terms and Conditions:** On the effective date of the merger, the Surviving Company shall possess all the rights, privileges, immunities, powers and franchises of a public and private nature of the Absorbed Company, and all of the property, real, personal and mixed, and all debts due on whatever account, and all and every other interest of or belonging to or due to the Absorbed Company shall be deemed to be transferred to and vested in the Surviving Company without further act or deed, and the title to any property or interest therein, vested in the Absorbed Company shall not revert or be in any other way impaired by reason of the merger.

On the effective date of the merger, the Surviving Company shall be responsible and liable for all liabilities and obligations of the Absorbed Company, and the Surviving Company may be substituted in its place. The rights of the creditors shall not be impaired by this merger. The Absorbed Company shall execute and deliver any and all documents which may be required for the Surviving Company to assume or otherwise comply with its outstanding obligations and the Surviving Company will execute all documents necessary to assume such ongoing obligations.

3. **Conversion of Member Interests:** On the effective date of the merger, all the outstanding membership interests of JAMAL FAMILY, LLC, a Minnesota limited liability company, owned by its five members, shall be surrendered and cancelled. The Certificates of Membership Interest in JAMAL FAMILY, LLC, a Florida limited liability company, whether authorized or issued, on the effective date of the merger, shall not be converted, exchanged, or otherwise effected as a result of the merger, and no new Certificates need be issued by reason of the merger.

4. **Changes in Articles of Organization:** The Articles of Organization of the Surviving Company shall continue to be its Articles of Organization following the effective date of the merger.

5. **Changes in Operating Agreement:** The Operating Agreement of the Surviving Company shall continue to be its Operating Agreement following the effective date of the merger.

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6. **Manager:** The Manager(s) of the Surviving Company on the effective date of the merger shall continue as the Manager(s) of the Surviving Company until his successor has been elected or appointed and qualified.

7. **Prohibited Transactions:** Neither of the companies involved shall, prior to the effective date of the merger, engage in any activity or transaction other than in the ordinary course of business, except that the Absorbed and Surviving Companies may take all action necessary or appropriate under the laws of the State of Florida and Minnesota to consummate this merger.

8. **Approval by Members:** This Plan of Merger shall be submitted for the approval of the Partners and/or Members of the merging companies in the manner provided by the applicable laws of the State of Florida and Minnesota at such time as to which the Managers and Members of the merging companies may agree.

9. **Effective Date of Merger:** The effective date of this merger shall be December 1, 2016.

10. **Abandonment of Merger:** This Plan of Merger may be abandoned by action of the Partners and/or Members of either the Surviving Company or the Absorbed Company at any time prior to the effective date on the happening of either of the following events:

(a) If the merger is not approved by the Members of either the Surviving Company or the Absorbed Company on or before December 1, 2016; or

(b) If, in the judgment of the Members of either the Surviving Company or the Members of the Absorbed Company, the merger would be impracticable because of the number of dissenting Members asserting appraisal rights under the laws of Minnesota.

11. **Execution of Agreement:** This Plan of Merger may be executed in any number of counterparts, and each such counterpart shall constitute an original instrument.

"Absorbed Company"

JAMAL FAMILY, LLC
a Minnesota limited liability company,

By: *Omar Jamal*

By: *Habib Jamal*

By: *Ali Jamal*

Kassamali Jamal, by Omar Jamal,
Habib Jamal and Ali Jamal as his
Agents
Manager

"Surviving Company"

JAMAL FAMILY, LLC
a Florida limited liability company,


By: *Omar Jamal*

By: *Habib Jamal*

By: *Ali Jamal*

Kassamali Jamal, by Omar Jamal,
Habib Jamal and Ali Jamal as his
Agents
Manager

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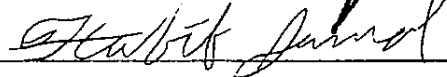
By: 

By: 

By: Ali Jamal


Kassamali Jamal, by Omar Jamal,
Habib Jamal and Ali Jamal as his
Agents
Member

By: 

By: 

By: Ali Jamal

Kassamali Jamal, by Omar Jamal,
Habib Jamal and Ali Jamal as his
Agents
Member

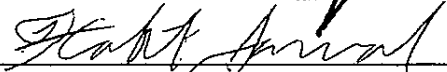
By: 

By: 

By: Ali Jamal

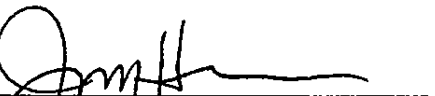
Salma Jamal, by Omar Jamal,
Habib Jamal and Ali Jamal as her
Agents
Member

By: 

By: 

By: Ali Jamal

Salma Jamal, by Omar Jamal,
Habib Jamal and Ali Jamal as her
Agents
Member

By: 

US Bank, N.A. as Successor Trustee
of the Omar Jamal Irrevocable Trust
created u/a dated August 6, 2002,
Member

By: 

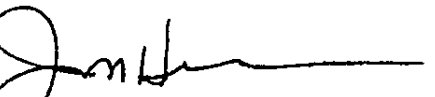
US Bank, N.A. as Successor Trustee
of the Omar Jamal Irrevocable Trust
created u/a dated August 6, 2002,
Member

By: 

US Bank, N.A. as Successor Trustee
of the Ali Jamal Irrevocable Trust
created u/a dated August 6, 2002,
Member

By: 

US Bank, N.A. as Successor Trustee
of the Ali Jamal Irrevocable Trust
created u/a dated August 6, 2002,
Member

By: 

US Bank, N.A. as Successor Trustee
of the Habib Jamal Irrevocable Trust
created u/a dated August 6, 2002,
Member

By: 

US Bank, N.A. as Successor Trustee
of the Habib Jamal Irrevocable Trust
created u/a dated August 6, 2002,
Member