

R. WHITE

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: KMM Management, Inc.

Name of Surviving Corporation

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

Please return all correspondence concerning this matter to following:

Jim Schwartz

Contact Person

Jim Schwartz Law

Firm/Company

235 North Garden Ave

Address

Clearwater, FL 33755

City/State and Zip Code

jim@jimschwartzlaw.com

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

For further information concerning this matter, please call:

Jim Schwartz

Name of Contact Person

At (⁷²⁷) 441 3334

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

I have enclosed a check of \$50 - \$25 per Co -



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 5, 2015

JIM SCHWARTZ
235 N GARDEN AVE
CLEARWATER, FL 33755

SUBJECT: KMM MANAGEMENT, INC.
Ref. Number: P01000006994

We have received your document for KMM MANAGEMENT, INC. and your check(s) totaling \$50.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fee to file articles of merger is \$35.00 per merging corporation. Therefore, there is a balance of \$20.00 due. Also, the manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation. (Fourth section under plan of merger) must be completed.

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) 245-6050.

Rebekah White
Regulatory Specialist II

Letter Number: 115A00021020

Please note Section Fourth of the Plan of Merger

*Jim Schwartz
727 441 3334
jim@jimschwartzlaw.com*

www.sunbiz.org

RECEIVED
15 OCT 15 AM 8:51

ARTICLES OF MERGER

(Profit Corporations)

15 OCT 16 AM 9:32

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
KMM Management, Inc.	Florida	119990000271

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Clare Insurance Company	Anguilla	1023451

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

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.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on September 1, 2015.

The Plan of Merger was adopted by the board of directors of the surviving corporation on September 1, 2015 and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on September 1, 2015.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on September 1, 2015 and shareholder approval was not required.

(Attach additional sheets if necessary)

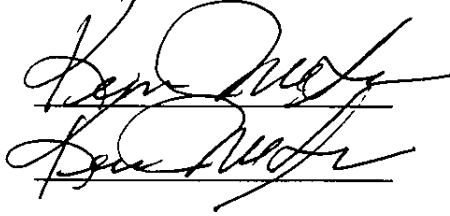
Seventh: **SIGNATURES FOR EACH CORPORATION**

Name of Corporation

Signature of an Officer or
Director

Typed or Printed Name of Individual & Title

KMM Mangement, Inc.



Kevin M. McGrath

Clare Insurance Company



Kevin M. McGrath

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:

Name

Jurisdiction

KMM Management, Inc

Florida

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

Clare Insurance Company

Anguilla

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

The merger is not effective until filed with Florida's division of corporations.

* All of the merging corporation's shareholders will receive 25% of the outstanding shares of the surviving corporation on a pro rata basis. There shall not be any cash or other property transferred in this merger.

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:

*See 'Third' above. **

(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

KMM Mangement, Inc.

Kepu Ma Gub

Kevin M. McGrath

Clare Insurance Company

Learn Me Death

Kevin M. McGrath