

PD8000058541

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

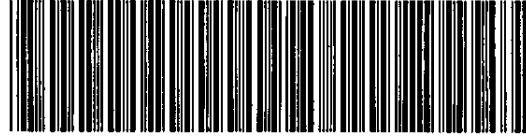
(Business Entity Name)

(Document Number)

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14 FEB 25 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

C. LEWIS
FEB 26 2014
EXAMINER



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 22, 2014

MERIDETH C. NAGEL, P.A.
450 E. HWY 50, SUITE 4
CLERMONT, FL 34711 US

SUBJECT: AKERS MEDIA GROUP, INC.
Ref. Number: P08000058541

We have received your document for AKERS MEDIA GROUP, INC. and your check(s) totaling \$60.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of a merger, pursuant to s.605.0212(8), Florida Statutes, each party to the merger must be active and current in filings its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for filing.

The merger submitted was prepared in compliance with section 607.1109 Florida Statutes which provides for mergers between domestic corporations and other business entities as defined in section 607.1108, Florida Statutes. Pursuant to section 607.1108(7), Florida Statutes, any merger consisting solely of the merger of one or more domestic corporations with or into one or more foreign corporations shall be consummated solely in accordance with section 607.1107, Florida Statutes. Section 607.1107, Florida Statutes then refers you to section 607.1105, Florida Statutes. Enclosed is a merger form for your convenience.

We are enclosing the proper form(s) with instructions for your convenience.

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.

Carolyn Lewis
Regulatory Specialist II

Letter Number: 914A00001423

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: AKERS MEDIA GROUP, INC.

Name of Surviving Party

Please return all correspondence concerning this matter to:

MERIDETH C. NAGEL, ESQ.

Contact Person

MERIDETH C. NAGEL, P.A.

Firm/Company

450 EAST HWY 50, SUITE 4

Address

CLERMONT, FLORIDA 34711

City, State and Zip Code

jessica.fleming@mnagellaw.com

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

For further information concerning this matter, please call:

MERIDETH C. NAGEL

Name of Contact
Person

at 352-394-7408

Area Code and Daytime Telephone Number

☐ Certified Copy (optional) \$8.75

STREET ADDRESS:

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

MAILING ADDRESS:

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

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AND
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ARTICLES OF MERGER
FOR
FLORIDA PROFIT OR NON-PROFIT CORPORATION

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TALLAHASSEE, FLORIDA

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
LC4000093080 Lake Style, LLC	Florida	Limited Liability Company
Akers Media Group, Inc.	Florida	Corporation

SECOND: The exact name, form/entity type, and jurisdiction for each surviving party is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
PO8000058541 Akers Media Group, Inc.	Florida	Corporation

THIRD: The attached Plan of Merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapter 607, 605 617 and/or 620, Florida Statutes.

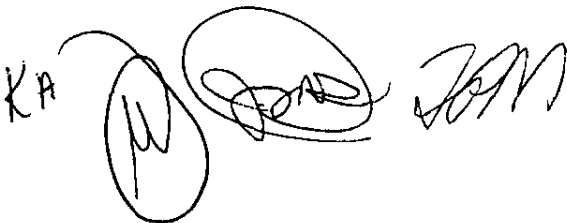
FOURTH: The attached Plan of Merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows: Not Applicable.

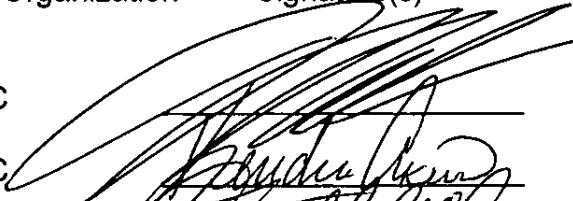
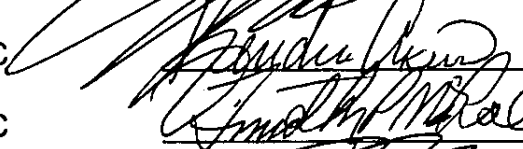
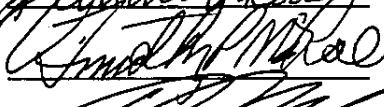
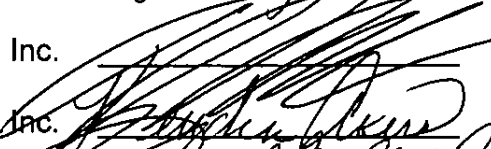
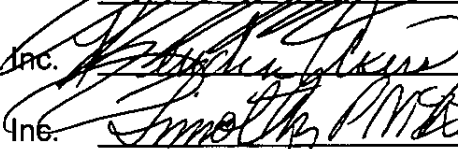
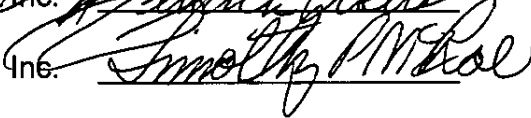
SEVENTH: If the surviving party is an out-of-state entity, the surviving entity:

a. Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

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b. Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

EIGHTH: Signatures for Each Party:

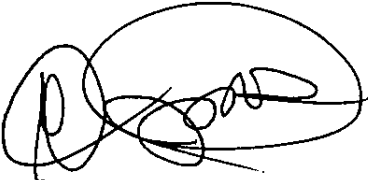
Name of Entity/Organization	Signature(s)	Typed or Printed Name of Individual:
Lake Style, LLC		Michael D. Akers
Lake Style, LLC		Kendra L. Akers
Lake Style, LLC		Timothy McRae
Akers Media Group, Inc.		Michael D. Akers
Akers Media Group, Inc.		Kendra L. Akers
Akers Media Group, Inc.		Timothy McRae

[Necessary Signatures]

Corporations:	Chairman, vice chairman, president or officer
General Partnerships:	Signature of general partner or authorized person
Florida Limited Partnerships:	Signature of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative

Fees: \$35.00 Per Party

Certified Copy (optional): \$8.75

KA  JAM

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLAN OF MERGER

The following Plan of Merger, which was adopted and approved by each party to the merger in accordance with sections 607.1107, 607.1103, ~~605.1025~~ and/or 620.2107, Florida Statutes, is being submitted in accordance with sections 607.1101, 607.1108, ~~605.1025~~ and/or 620.2108, Florida Statutes.

FIRST: The exact name and jurisdiction of each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
LAKE STYLE, LLC	Florida
AKERS MEDIA GROUP, INC.	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
AKERS MEDIA GROUP, INC.	Florida

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

Members of Lake Style, LLC, shall become shareholders of the surviving entity, Akers Media Group, Inc., in the same ownership percentages as the current ownership percentages the Members own in Lake Style, LLC. The surviving entity shall assume all the rights, responsibilities and liabilities of Lake Style, LLC.

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or part, into cash or other property are as follows: Ownership exchange only; no such interest, shares, obligations or other securities of any merged party shall be converted into cash or property other than shares of the surviving entity.

B. The manner and basis of converting the rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or part, into cash or other property are as follows: Ownership exchange only; no such right to acquire interest, shares, obligations or other securities of any merged party shall be converted into cash or property other than shares of the surviving entity.

JAM [Signature] KA [Signature]

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FIFTH: All statements that are required by the laws of the jurisdiction(s) under which each non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows: Not applicable.

SIXTH: Other provisions, if any, relating to the merger: None.

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