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MERGER OR SHARE EXCHANGE

MORGAN & MORGAN KENTUCKY MANAGEMENT, INC.

Certificate of Status	0
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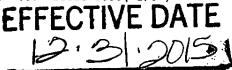
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12/8/2015 10:25:43 AM From: To:



ARTICLES OF MERGER OF

2015 DEC-8 AM 8.58 MORGAN & MORGAN LOUISVILLE MANAGEMENT, WITH

MORGAN & MORGAN KENTUCKY MANAGEMENT, INC.

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

The legal name, entity type, and jurisdiction of formation for the surviving entity FIRST:

are as follows:

Jurisdiction Name Entity Type

Morgan & Morgan Kentucky Management, Inc. Florida Corporation

SECOND: The legal name, entity type, and jurisdiction of formation for each merging entity

are as follows:

Jurisdiction Entity Type Name

Florida Corporation Morgan & Morgan Kentucky Management, Inc. Morgan & Morgan Louisville Management, Inc. Florida Corporation

THIRD: The plan of merger, providing for the merger of Morgan & Morgan Louisville

Management, Inc. with and into Morgan & Morgan Kentucky Management, Inc. is attached hereto as Exhibit A and incorporated herein by reference as if fully set

forth verbatim herein.

The merger shall become effective as of midnight on December 31, 2015. FOURTH:

The plan of merger was duly authorized, approved and adopted by the FIFTH:

shareholders of the surviving corporation on September 15, 2015.

The plan of merger was duly authorized, approved and adopted by the SIXTH:

shareholders of the merging corporation on September 15, 2015.

[The remainder of this page intentionally left blank.]

## SIGNATURE PAGE TO ARTICLES OF MERGER

IN WITNESS WHEREOF, the undersigned have caused these Articles of Merger to be executed as of December 7, 2015.

> Morgan & Morgan Louisville Management, Inc., a Florida corporation

T. Michael Morgan,

President

Morgan & Morgan Kentucky Management, Inc., a Florida corporation

T. Michael Morgan, President

12/8/2015 10:25:43 AM From: To: 8506176380( 4/5 )

Exhibit A

Plan of Merger

See Attached

12/8/2015 10:25:43 AM From: To: 8506176380(5/5)

## PLAN OF MERGER

FIRST: The legal name, entity type, and jurisdiction of formation of the surviving entity are as follows:

Name Jurisdiction Entity Type
Morgan & Morgan Kentucky Management, Inc. Florida Corporation

SECOND: The legal name, entity type, and jurisdiction of formation for each merging entity are as follows:

Name Jurisdiction Entity Type
Morgan & Morgan Kentucky Management, Inc.
Morgan & Morgan Louisville Management, Inc.
Florida Corporation
Corporation

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

Morgan & Morgan Louisville Management, Inc. will be merged into Morgan & Morgan Kentucky Management, Inc. with Morgan & Morgan Kentucky Management, Inc. as the surviving corporation, and the merger will be effective as of midnight on December 31, 2015. The bylaws of Morgan & Morgan Kentucky Management, Inc. will be the bylaws of the surviving entity.

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:

All ownership interests of Morgan & Morgan Louisville Management, Inc. and of Morgan & Morgan Kentucky Management, Inc. as of the date of the merger shall be converted into shares of common stock of the surviving entity and shall be in the same ownership percentage as that shareholder has in Morgan & Morgan Kentucky, PLLC as of the date of the merger.