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To: Division of Corporations
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12.31.15

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TALLAHASSEE, FLORIDA

**MERGER OR SHARE EXCHANGE
MORGAN & MORGAN KENTUCKY MANAGEMENT, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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EFFECTIVE DATE

12.31.2015

**ARTICLES OF MERGER OF
MORGAN & MORGAN LOUISVILLE MANAGEMENT, INC.
WITH
MORGAN & MORGAN KENTUCKY MANAGEMENT, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Morgan & Morgan Kentucky Management, Inc.	Florida	Corporation

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Morgan & Morgan Kentucky Management, Inc.	Florida	Corporation
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.

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

FIFTH: The plan of merger was duly authorized, approved and adopted by the shareholders of the surviving corporation on September 15, 2015.

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

By: 

T. Michael Morgan,
President

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

By: 

T. Michael Morgan,
President

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

Exhibit A

Plan of Merger

See Attached

PLAN OF MERGER

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Morgan & Morgan Kentucky Management, Inc.	Florida	Corporation

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Morgan & Morgan Kentucky Management, Inc.	Florida	Corporation
Morgan & Morgan Louisville Management, Inc.	Florida	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.