

P140000031729

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100321629421

12/12/18--01014--009 **78.75

RECEIVED
CLERK OF STATE
18 DEC 12 AM 11:36

Merger

R. WHITE
DEC 13 2018

FILED
2018 DEC 12 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FL

FLORIDA RESEARCH & FILING SERVICES, INC.

1211 CIRCLE DR

TALLAHASSEE, FL 32301

PH: 850-524-4381

PLEASE FILE THE ATTACHED MERGER FOR:

JLMJEO CORP.

PLEASE RETURN CERTIFIED COPY

CK# 8093 FOR \$78.75

THANK YOU!

FILED

ARTICLES OF MERGER

2018 DEC 12 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FL

The following articles of merger are being submitted in accordance with Section 607.1105 Florida 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>
Lightpath Enterprises Inc. Hunkins Waterfront Plaza Suite 556, Main Street Charleston, Nevis	Island of Nevis	Corporation
JLMJEO Corp. 11645 SW 69 Ct. Pinecrest, FL 33156	Florida	Corporation

Florida Document/Registration Number: P16000031729

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party is as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
JLMJEO Corp. 11645 SW 69 Ct. Pinecrest, FL 33156	Florida	Corporation

Florida Document/Registration Number: P16000031729

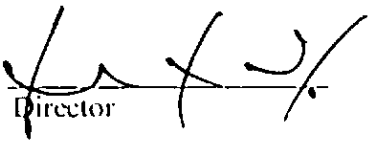
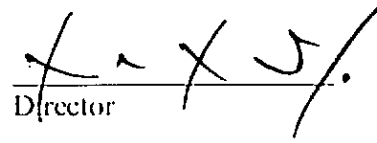
THIRD: The attached Plan of Merger meets the requirements of Section 607.1105 Florida Statutes, and was approved by the domestic corporation that is a party to the merger in accordance with Chapter 607 of the Florida Statutes.

FOURTH: The attached Plan of Merger was approved by the foreign corporation that is a party to the merger in accordance with the applicable laws of the Island of Nevis.

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

SIXTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

SIXTH: Signature(s) for each party:

<u>NAME OF ENTITY:</u>	<u>SIGNATURES:</u>	<u>PRINTED NAME OF INDIVIDUAL</u>
LIGHTPATH ENTERPRISES INC.	 Director	JUAN L. ORTEGA
JLMJEO Corp.	 Director	JUAN L. ORTEGA

PLAN OF MERGER

Merger between Lightpath Enterprises Inc., a Nevis corporation (the "Disappearing Corporation" or "Lightpath"), and, JLMJEO Corp., a Florida corporation (the "Surviving Corporation" or "JLMJEO"). The following plan of merger, which was adopted and approved by each party to the merger in accordance with Sections 607.1104 and 607.1109, Florida Statutes, et seq. of the Florida Business Corporation Act (the "Act").

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

<u>Name</u>	<u>Jurisdiction</u>
Lightpath Enterprises Inc. Hunkins Waterfront Plaza Suite 556, Main Street Charleston, Nevis	Island of Nevis
JLMJEO Corp. 11645 SW 69 Ct. Pinecrest, FL 33156	Florida

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

<u>Name</u>	<u>Jurisdiction</u>
JLMJEO Corp. 11645 SW 69 Ct. Pinecrest, FL 33156	Florida

THIRD: Articles of Organization. The Articles of Organization of JLMJEO shall, without any changes, be the Articles of Organization of the Surviving Corporation from and after the Effective Date until amended as permitted by law.

FOURTH: Distribution to Shareholders of the Constituent Entities. Upon the Effective Date, each share of LIGHTPATH outstanding at that time shall without more be converted into and exchanged, pro-rata, for shares of JLMJEO in accordance with this Plan. Each share of JLMJEO that is issued and outstanding on the Effective Date shall be cancelled.

FIFTH: Satisfaction of Rights of Shareholders of LIGHTPATH ENTERPRISES INC. All shares of JLMJEO stock into which the shares of LIGHTPATH shall have been converted, and for which the interests of LIGHTPATH shareholders become exchangeable pursuant to this Plan shall be deemed to have been paid in full satisfaction of such converted shares.

SIXTH: Effect of Merger. On the Effective Date, the separate existence of LIGHTPATH shall cease, and JLMJEO shall be fully vested in LIGHTPATH rights, privileges, immunities, powers, and franchises, subject to its restrictions, liabilities, disabilities, and duties, all as more particularly set forth in Section 607.1106 of the Act.

SEVENTH: Further Action Required. If at any time after the Effective Date, LIGHTPATH or JLMJEO shall determine that any further conveyances, agreements, documents, instruments, and assurances or any further action is necessary or desirable to carry out provisions of this Plan, the appropriate officers of LIGHTPATH or JLMJEO as the case may be, whether past or remaining in office, shall execute and deliver upon the request of LIGHTPATH or JLMJEO, any and all proper conveyances, agreements, documents, instruments, and assurances and perform all necessary or proper acts, to vest, perfect, confirm, or record such title thereto in JLMJEO, or to otherwise carry out the provisions of this Plan.

EIGHTH: Filing with the Florida Department of State and Effective Date. LIGHTPATH and JLMJEO shall cause their respective authorized representative to execute Articles of Merger in the form attached hereto; and upon such execution, this Plan shall be deemed incorporated by reference into the Articles of Merger as if fully set forth therein and shall become an exhibit to such Articles of Merger. Thereupon, such Articles of Merger shall be delivered for filing by JLMJEO to the Florida Department of State. In accordance with Section 607.1105 of the Act, the Articles of Merger shall specify the "Effective Date" to be the filing date of the Articles.

NINTH: Amendment and Waiver. Any of the terms or conditions of this Plan may be waived at any time by the one of the Constituent Entities which is, or the shareholders of which are, entitled to the benefit thereof by action taken by the Board of Directors of such party, or may be amended or modified in whole or in part at any time prior to the vote of the shareholders of the Constituent Entities by an agreement in writing executed in the same manner (but not necessarily by the same persons), or at any time thereafter as long as such change is in accordance with Section 607.1103 of the Act.

Dated DECEMBER 11th, 2018.

LIGHTPATH ENTERPRISES INC,
a Nevis corporation

By: [Signature]
JUAN L. ORTEGA, Director

JLMJEO CORP.,
a Florida corporation

By: [Signature]
JUAN L. ORTEGA, Director