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December 4, 2000

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

It's Just Lunch! Inc. into IJL Consolidated Inc.

Filing Evidence

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other 200003485492--5

-12/05/00--01003--004
*****78.75 *****78.75

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input checked="" type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
00 DEC -4 PM 4:50
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

12/5/00

ARTICLES OF MERGER
Merger Sheet

MERGING:

IT'S JUST LUNCH!, INC., a Florida corporation P96000028962

INTO

IJL CONSOLIDATED, INC., an Illinois corporation not qualified in Florida

File date: December 4, 2000

Corporate Specialist: Annette Ramsey

ARTICLES OF MERGER
OF
IT'S JUST LUNCH!, INC.
AND
IJL CONSOLIDATED, INC.

FILED
00 DEC -4 PM 4:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To the Secretary of State
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the domestic wholly-owned subsidiary business corporation and the foreign parent business corporation herein named do hereby adopt the following articles of merger.

1. Annexed hereto and made a part hereof is the Plan of Merger for merging It's Just Lunch!, Inc. with and into IJL Consolidated, Inc. as approved by the Board of Directors of It's Just Lunch!, Inc. on August 31, 2000 and adopted at a meeting by the Board of Directors of IJL Consolidated, Inc. on August 31, 2000.

2. The merger of It's Just Lunch!, Inc. with and into IJL Consolidated, Inc. is permitted by the laws of the jurisdiction of organization of IJL Consolidated, Inc. and has been authorized in compliance with said laws. The date of adoption of the Plan of Merger by the Board of Directors of IJL Consolidated, Inc. was August 31, 2000.

3. Shareholder approval as not required for the merger.

Executed on Aug 31, 2000.

IT'S JUST LUNCH!, INC.

By: 

Name of Officer: Daniel G. Dolan

Title of Officer: President

IIL CONSOLIDATED, INC.

By: 

Name of Officer: Daniel G. Dolan

Title of Officer: President

PLAN OF MERGER

PLAN OF MERGER approved on August 31, 2000 by resolution adopted by at least a majority vote of the members of the Board of Directors of IJL Consolidated, Inc., an Illinois business corporation, for the purpose of merging It's Just Lunch!, Inc., a Texas corporation and It's Just Lunch!, Inc., a Florida corporation, its wholly-owned subsidiary corporations (collectively, the "Subsidiary Corporations"), into IJL Consolidated, Inc.

1. IJL Consolidated, Inc., as the owner of all of the outstanding shares of the Subsidiary Corporations, hereby merges the Subsidiary Corporations into IJL Consolidated, Inc.

2. The separate existence of the Subsidiary Corporations shall cease upon the effective date of the merger pursuant to the provisions of the laws of the States of Texas and Florida, and IJL Consolidated, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the Business Corporation Act of 1983 of the State of Illinois.

3. The issued shares of the Subsidiary Corporations shall not be converted in any manner, but each said share which is issued as of the effective date of the merger shall be surrendered and extinguished.

4. The Board of Directors and the proper officers of the Subsidiary Corporations and of IJL Consolidated, Inc., respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.