

P97000018440

(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



600136752896

600136752896
01/26/09--01003--001 **70.00

09 JAN 23 PM 2:32

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

FF \$70

B. T. HOOKER JAN 26 2009

James A. McLaughlin
JAM Enterprises Georgia, LLC
305 Forrest Lake Drive, NW
Atlanta, Georgia 30327

January 15, 2009

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Attn: Brenda Tadlock – FOR DIRECT & IMMEDIATE DELIVERY

Re: JAM Enterprises Amended Articles of Merger

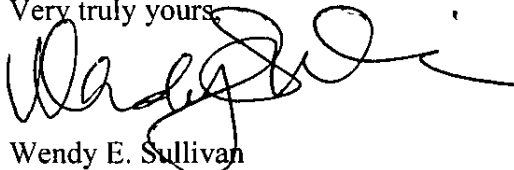
Dear Ms. Tadlock:

As you instructed, enclosed please find the \$70.00 fee together with JAM's Amended Articles of Merger correcting the fact that JAM Enterprises Orlando, Inc. is the merging company and JAM Enterprises Georgia, LLC is the surviving company in the merger that took place on April 15, 2008. Since JAM Enterprises Orlando, Inc. has been merged, we understand that it will not need to file an Annual Report with Florida.

Please return the file-stamped Amended Articles of Merger to Mr. McLaughlin at the above-listed address. I am including a self-addressed, prepaid envelope for your convenience.

Thank you for your help with this. If you have any questions, please feel free to give me a call at (678) 352-3223.

Very truly yours,



Wendy E. Sullivan
Executive Assistant

/wes
Enclosures

cc: James McLaughlin

**FAX COVER SHEET**

TO: Brenda Tadlock	FROM: Wendy Sullivan
PHONE:	PHONE: 678-352-3223
FAX: 850-245-6030	FAX: 678-352-3203

RECEIVED
09 JAN 23 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: JAM Enterprises – Amended Articles of Merger

Date: January 23, 2009

Pages (Including Cover): 3

COMMENTS:

Dear Brenda:

Attached please find the revised version of our Amended Articles of Merger for JAM Enterprises. This document now includes sections 6 and 8 from the form articles you directed me to yesterday. (Thank you for your help!)

Please attach a copy of the Plan of Merger as you offered to do (thank you again) and arrange for this to be filed, returning a stamped copy in the prepaid envelope I sent in with the first amendment.

If you have any questions or issues with these Amended Articles, please give me a call.

With best regards,

Wendy Sullivan

AMENDED ARTICLES OF MERGER

The following Amended Articles of Merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1105, Florida Statutes, in order to correct a scrivener's error whereby JAM Enterprises Orlando, Inc. was described in the original Articles of Merger as the "surviving" company in the merger effective April 15, 2008. JAM Enterprises Orlando, Inc. is instead the "merging" company. JAM Enterprises Georgia, LLC is the surviving company and this has been corrected below. The Amended Articles of Merger shall read in their entirety as follows:

First: The name and jurisdiction of the *surviving* entity is as follows:

Name	Jurisdiction	Document Number in Georgia
JAM Enterprises Georgia, LLC	Georgia	08023161

Second: The name and jurisdiction of the *merging* corporation is as follows:

Name	Jurisdiction	Document Number in Florida
JAM Enterprises Orlando, Inc.	Florida	P97000018440

Third: The merger became effective on April 15, 2008.

Fourth: The Plan of Merger was adopted by the sole member of the surviving entity on March 24, 2008.

Fifth: The Plan of Merger was adopted by the shareholders of the merging corporation on March 24, 2008.

Sixth: All other documents filed at the time of the original Articles of Merger were correct.

Seventh: 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: 305 Lake Forrest Drive, N.W., Atlanta, Georgia 30327.

Eighth: The surviving party is an out-of-state entity. The surviving entity hereby:

- (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.
- (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, Florida Statutes.

09 JAN 23 2009
DIVISION OF CORPORATIONS
SECRETARY OF STATE

IN WITNESS WHEREOF, the undersigned have executed these Amended Articles of Merger this 23rd day of January, 2009.

Surviving Entity:

JAM ENTERPRISES GEORGIA, LLC

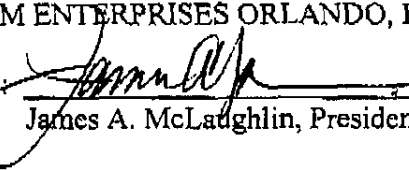
By:


James A. McLaughlin, Sole Member

Merging Corporation:

JAM ENTERPRISES ORLANDO, INC.

By:


James A. McLaughlin, President

PLAN OF MERGER

This Plan of Merger ("Plan") entered into this 1st day of April, 2008, by and between **JAM ENTERPRISES ORLANDO, INC.** a Florida corporation (the "**Merging Entity**") and **JAM ENTERPRISES GEORGIA, LLC** a Georgia limited liability company (the "**Surviving Entity**"), in accordance with Section 607.1101, Florida Statutes and Section 14-11-902, Georgia Code.

1. The name, jurisdiction of formation and file numbers of each constituent entity planning to merge and the name of the surviving entity are:

Surviving Entity:

Name: JAM Enterprises Georgia, LLC
Jurisdiction: Georgia
File Number in Georgia: 08023161

Merging Entity:

Name: JAM Enterprises Orlando, Inc.
Jurisdiction: Florida
File Number in Florida: P97000018440

09 JAN 23 PM 2:32
SECRETARY OF STATE
DIVISION OF CORPORATIONS

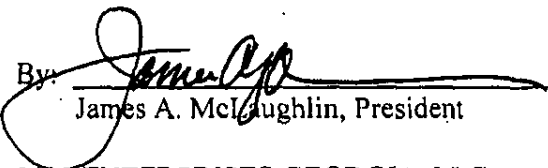
2. Each outstanding share of the Merging Entity shall be exchanged for one unit of membership in the Surviving Entity.

3. The merger shall be effective on April 15, 2008.

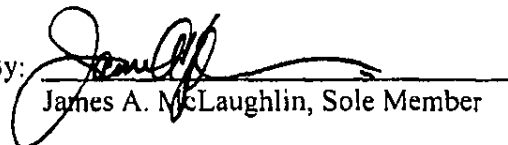
4. The Operating Agreement of the Surviving Entity shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned have executed this Plan of Merger as of the date first set forth above.

JAM ENTERPRISES ORLANDO, INC.

By: 
James A. McLaughlin, President

JAM ENTERPRISES GEORGIA, LLC

By: 
James A. McLaughlin, Sole Member