

FILED EFFECTIVE**STATEMENT OF INTEREST EXCHANGE**

Pursuant to § 30-22-305, Idaho Code

2016 MAY -6 PM 12: 04

SECRETARY OF STATE
STATE OF IDAHO**1. ACQUIRED ENTITY:**

Name: JM Restaurants, LLC

Jurisdiction: Idaho

Type: Limited Liability Company

This is a domestic entity, and the Plan of Interest Exchange was approved in accordance with § 30-22-303, Idaho Code, and § 30-22-305, Idaho Code.

2. ACQUIRING ENTITY:

Name: E&M Holdings, LLC

Jurisdiction: Idaho

Type: Limited Liability Company

This is a domestic entity, and the interest holders are not required to approve the Plan of Interest Exchange.

3. No amendments to the Acquired Entity's organic record have been approved or effectuated as a result of the Plan of Interest Exchange.

4. The entire Plan of Interest Exchange is on file at the place of business of the Acquiring Entity.

5. **EFFECTIVE DATE OF EXCHANGE:** Effective upon filing.

JM RESTAURANTS, LLCBy: Kevin Embree
Kevin Embree, Manager

IDAHO SECRETARY OF STATE

05/06/2016 05:00

CK: 3838392 CT: 172099 BH: 1527385

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