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235210

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

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Way - Nan, Inc.

merging into:

Anheuser - Busch Florida Investment Capital Corporation

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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| ☐ Profit | ☐ Amendment | ☒ Merger |
| ☐ NonProfit | | |
| ☐ Limited Liability Co. | | |
| ☐ Foreign | ☐ Dissolution/Withdrawal | ☐ Mark |
| ☐ Limited Partnership | ☐ Annual Report | ☐ Other |
| ☐ Reinstatement | ☐ Reservation | ☐ Change of R.A. |
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merger

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ARTICLES OF MERGER
Merger Sheet

MERGING:

WAY-NAN, INC., a FL corp., #G12385

INTO

ANHEUSER-BUSCH FLORIDA INVESTMENT CAPITAL CORPORATION, a
Florida corporation, 235210

File date: February 26, 1998

Corporate Specialist: Susan Payne

ARTICLES OF MERGER
OF
WAY-NAN, INC., INTO
ANHEUSER-BUSCH FLORIDA INVESTMENT
CAPITAL CORPORATION

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DIVISION OF CORPORATIONS
98 FEB 26 PM 2:10

SECRETARY OF STATE
STATE OF FLORIDA
TALLAHASSEE, FLORIDA 32314

Pursuant to Section 607.1104 of the Florida Business Corporation Act the undersigned corporations adopt the following Articles of Merger:

WHEREAS, Way-Nan, Inc. is a corporation organized under the laws of the State of Florida owning one hundred percent (100%) of the shares of Anheuser-Busch Florida Investment Capital Corporation, a corporation organized under the laws of the State of Florida; and

WHEREAS, Way-Nan, Inc., a Florida corporation, and Anheuser-Busch Florida Investment Capital Corporation, a Florida corporation, are hereby merged and that the above-named Anheuser-Busch Florida Investment Capital Corporation is the surviving corporation;

THEREFORE, the shareholder and Board of Directors of Way-Nan, Inc. have approved the Plan of Merger set forth in these Articles by unanimous written consents on February 2, 1998.

1. **PLAN OF MERGER**

A. Way-Nan, Inc., a Florida corporation (the "Merging Corporation"), shall be merged with and into Anheuser-Busch Florida Investment Capital Corporation, a Florida corporation, and Anheuser-Busch Florida Investment Capital Corporation shall be the surviving corporation (the "Surviving Corporation"). The merger shall be effective on the date (the "Effective Date") the Secretary of State of the State of Florida issues the certificate of merger in accordance with the Florida Business Corporation Law.

B. All rights, privileges, powers, immunities and franchises of the Merging Corporation, both of a public or private nature, all of its property, whether real, personal or mixed, all debts due on whatever account, and every other interest and asset of conceivable benefit to which the Merging Corporation shall be entitled at law, in equity or otherwise, shall fully and finally, without right of reversion, be transferred to and vest in the Surviving Corporation without further act or deed; the Surviving Corporation shall be responsible and liable for all the obligations and liabilities of the Merging Corporation; and any claim existing, or action or proceeding pending, by or against the Merging Corporation may be prosecuted as if the merger had not occurred, or the Surviving Corporation may be substituted in its place and stead.

C. The officers of Anheuser-Busch Florida Investment Capital Corporation serving as of the day before the Effective Date shall be the officers of the Surviving Corporation and shall hold such respective offices with the Surviving Corporation as of the Effective Date as they shall have held with Anheuser-Busch Florida Investment Capital Corporation on such preceding day, and the directors of Anheuser-Busch Florida Investment Capital Corporation serving as of the day before the Effective Date shall be the directors of the Surviving Corporation as of the Effective Date.

D. Way-Nan, Inc., the Merging Corporation and sole shareholder of Anheuser-Busch Florida Investment Capital Corporation, currently has 3,993 shares of common stock, par value \$100 per share, issued and outstanding, all of which are owned by Anheuser-Busch Investment Capital Corporation, a Delaware corporation. Anheuser-Busch Florida Investment Capital Corporation, the Surviving Corporation, currently has 4,000 shares of common stock, par value \$100 per share, issued and outstanding, all of which are owned by Way-Nan, Inc. On the effective date of the merger, each issued share of common stock of the Merging Corporation shall forthwith be changed and converted into a newly issued share of common stock of the Surviving Corporation (i.e., Anheuser-Busch Florida Investment Capital Corporation will issue 3,993 shares of common stock, par value \$100 per share, to Anheuser-Busch Investment Capital Corporation). Further, all of the 4,000 shares of the Surviving Corporation outstanding and held by Way-Nan, Inc. immediately prior to the merger, shall be cancelled.

E. The certificates which, prior to the Effective Date, represented shares of the common stock of Way-Nan, Inc. and the common stock of Anheuser-Busch Florida Investment Capital Corporation shall be deemed, for all purposes whatsoever, after the Effective Date to represent and evidence ownership of the number of shares of the Surviving Corporation's common stock, par value \$100.00 per share, into which such shares shall have been converted as provided above. As soon after the Effective Date as is feasible, and upon receipt of: (a) certificates representing the outstanding shares of the common stock of Way-Nan, Inc., plus (b) the federal taxpayer identification number of the holder of such certificates, the Surviving Corporation shall cause to be issued to each such holder a certificate representing the number of shares of the Surviving Corporation such holder is entitled to receive.

F. The effective date of this merger for accounting purposes is December 31, 1997.

G. The Articles of Incorporation of the Surviving Corporation prior to the merger shall continue as the Articles of Incorporation of the Surviving Corporation after the merger and are not amended hereby.

2. Shareholders of the subsidiary who, except for the applicability of this section, would be entitled to vote and who dissent from the merger pursuant to Section 607.1320 F.S., may be entitled, if they comply with the provisions of this Act regarding the rights of dissenting shareholders, to be paid the fair value of their shares.

3. The mailing of a copy of the Plan of Merger was waived by the sole shareholder of the subsidiary corporation.

IN WITNESS WHEREOF, these Articles of Merger have been executed in duplicate by the aforementioned corporations on this 18th day of February, 1998.

(SEAL)

MERGING CORPORATION
Way-Nan, Inc.

By Kenneth W. Reiter
Kenneth W. Reiter, President

ATTEST:

Laura Reeves
Laura H. Reeves, Secretary

(SEAL)

SURVIVING CORPORATION
Anheuser-Busch Florida Investment
Capital Corporation

By Kenneth W. Reiter
Kenneth W. Reiter, President

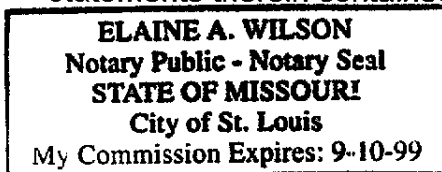
ATTEST:

Laura Reeves
Laura H. Reeves, Secretary

STATE OF MISSOURI)
)
CITY OF ST. LOUIS)

SS.

I, Elaine A. Wilson, a notary public, do hereby certify that on this 18th day of February, 1998, personally appeared before me Kenneth W. Reiter, who, being by me first duly sworn, declared that he is the President of Way-Nan, Inc., a Florida corporation, that he signed the foregoing document as President of the corporation, and that the statements therein contained are true.



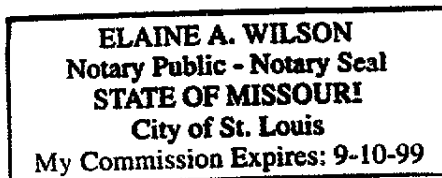
Elaine A. Wilson

Notary Public

STATE OF MISSOURI)
)
CITY OF ST. LOUIS)

SS.

I, Elaine A. Wilson, a notary public, do hereby certify that on this 18th day of February, 1998, personally appeared before me Kenneth W. Reiter, who, being by me first duly sworn, declared that he is the President of Anheuser-Busch Florida Investment Capital Corporation, a Florida corporation, that he signed the foregoing document as President of the corporation, and that the statements therein contained are true.



Elaine A. Wilson

Notary Public