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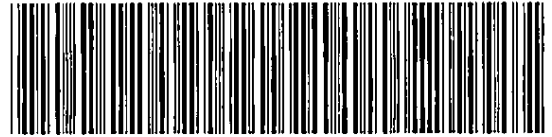
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DATE: a/26/18

NAME: MECCA RESOURCES, INC

TYPE OF FILING: MERGER

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ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE

Abbie Hodge

ARTICLES OF MERGER
OF
MECCA RESOURCES, INC.
(AN OKLAHOMA CORPORATION)

FILED
2018 SEP 26 AM 6:25
SECRETARY OF STATE
TALLAHASSEE, FL

AND
MECCA RESOURCES HOLDINGS, INC.
(A FLORIDA CORPORATION)

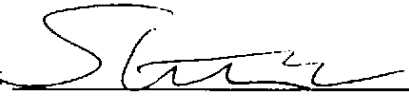
Pursuant to the provisions of the Florida Business Corporation Act, the corporations named below do hereby adopt the following Articles of Merger.

1. Mecca Resources, Inc., an Oklahoma corporation ("Mecca OK"), the merging corporation, will merge with and into Mecca Resources Holdings, Inc., a Florida corporation ("Mecca FL"), the surviving corporation.
2. Annexed hereto and made a part hereof, as Exhibit A, is the Agreement and Plan of Merger.
3. The merger of Mecca OK with and into Mecca FL is permitted by and is in compliance with the Florida Business Corporation Act and with the Oklahoma General Corporation Law.
4. The Agreement and Plan of Merger was approved and adopted by the sole Shareholder and Director of Mecca FL in accordance with §607.1103 of the Florida Business Corporation Act on September 21, 2018.
5. The Agreement and Plan of Merger was approved and adopted by the sole Shareholder and Director of Mecca OK in accordance with §§ 18-1081 and 18-1082 of the Oklahoma General Corporation Law on September 21, 2018.
6. The effective time and date of the merger shall be the date the Articles of Merger are filed with the Florida Division of Corporations.
7. Attached hereto as Exhibit B is the Amended and Restated Articles of Incorporation of the surviving corporation.

[Signature on the following page]

Executed on September 21, 2018.

MECCA RESOURCES, INC.,
an Oklahoma corporation

By: 
Steven E. Moellers, President

MECCA RESOURCES HOLDINGS, INC.,
a Florida corporation

By: 
Steven E. Moellers, President

EXHIBIT A

Agreement and Plan of Merger

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER (this "Agreement") is entered into effective as of September 21, 2018, between MECCA RESOURCES HOLDINGS, INC., a Florida corporation ("Mecca FL" or the "Surviving Entity"), and MECCA RESOURCES, INC., an Oklahoma corporation ("Mecca OK"). Mecca FL and Mecca OK are collectively referred to herein as the "Constituent Companies".

RECITALS

A. The Directors of Mecca FL and Mecca OK have determined that it is no longer desirable to continue the existence of Mecca OK as a separate entity and that Mecca OK should be merged with and into Mecca FL, pursuant to Section 18-1082, Title 18 of the Oklahoma General Corporation Law (the "OGCL") and Section 607.1107 of the Florida Business Corporation Act (the "FBCA").

B. The Shareholders, Directors or other authorized persons of each of the Constituent Companies have authorized and approved this Agreement in accordance with the OGCL and the FBCA.

NOW, THEREFORE, the Constituent Companies hereby agree as follows:

1. **The Merger.** Effective at the Effective Time (as defined in Section 6 below), Mecca OK shall be merged with and into Mecca FL pursuant to the provisions of the OGCL and the FBCA (the "Merger"). Mecca FL shall be the surviving entity of the Merger. At the Effective Time, the separate corporate existence of Mecca OK shall cease, and Mecca FL, to the extent permitted by applicable law, shall succeed to all of the business, properties, assets and liabilities of Mecca OK and shall continue as the surviving entity under the laws of the State of Florida.

2. **Name of the Surviving Entity.** The name of the Surviving Entity shall be Mecca Resources, Inc.

3. **Articles of Incorporation of the Surviving Entity.** The Articles of Incorporation of Mecca FL will be the Articles of Incorporation of the Surviving Entity but shall be amended and restated upon filing of the Articles of Merger with the Florida Division of Corporations. Article I shall be deleted and replaced in its entirety to read as follows:

The name of the Corporation shall be MECCA RESOURCES, INC. (the "Corporation").

4. **Bylaws of the Surviving Entity.** The Bylaws of Mecca FL as in effect immediately prior to the Effective Time will continue in full force and effect as the Bylaws of the Surviving Entity until changed, altered or amended as therein provided.

5. **Directors and Officers.** Each person serving as a director or officer of Mecca OK immediately prior to the Effective Time shall cease to be a director or officer, as applicable, of

Mecca FL at and as of the Effective Time. At the Effective Time, the directors and officers in office of the Surviving Entity shall continue as the directors and officers of the Surviving Entity and shall continue as such until the election and qualification of their successors or until their tenure is otherwise terminated.

6. Effective Time. The Merger shall become effective upon the filing of the Articles of Merger by the Surviving Entity with the Florida Division of Corporations (the "Effective Date").

7. Shares. All of the shares of the Surviving Entity that are issued and outstanding immediately prior to the Effective Time shall remain issued and outstanding following the Merger. All shares of Mecca OK that are issued and outstanding immediately prior to the Effective Time shall, by virtue of the Merger and without any action on the part of the Constituent Companies or any other person, be canceled and extinguished without any consideration.

8. Effect of Merger. The effect of the Merger shall be as provided in this Agreement and otherwise as provided under the applicable provisions of the laws of the State of Oklahoma and the State of Florida.

9. Filing Certificates and/or Articles of Merger. In the event that this Agreement shall have been fully approved and adopted on behalf of Mecca OK and the Surviving Entity in accordance with the provisions of the OGCL and the FBCA, the Constituent Entities agree that they will cause to be executed and filed and recorded any document or documents prescribed by the laws of the State of Oklahoma and the laws of the State of Florida, including but not limited to Certificates and/or Articles of Merger, and that they will cause to be performed all necessary acts within the State of Oklahoma, the State of Florida and elsewhere to effectuate the merger herein provided for.

10. Termination; Amendment. At any time prior to the Effective Time, if and to the extent permitted by the OGCL and the FBCA, the Merger may be abandoned and this Agreement may be terminated with the approval of the Directors of each of the Constituent Companies, notwithstanding the prior approval of this Agreement by the Directors and shareholders, as applicable, of the Constituent Companies. This Agreement may, to the extent permitted by the OGCL and the FBCA, be amended by the Constituent Companies prior to the Effective Time.

11. Counterparts. This Agreement may be executed in any number of counterparts, each of which shall be deemed an original instrument, and all of which shall constitute one and the same agreement. Facsimile signatures (including those in PDF format) shall be treated as if they were originals.

[Signatures on the following page.]


IN WITNESS WHEREOF, each of the Constituent Companies has executed and delivered this Agreement of Merger by its duly authorized officers as of the date first written above.

MECCA RESOURCES, INC.,

By: 

Steven E. Moellers, President

**MECCA RESOURCES HOLDINGS,
INC.**

By: 

Steven E. Moellers, President

EXHIBIT B

**Amended and Restated Articles of Incorporation
of
Mecca Resources Holdings, Inc.**

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
MECCA RESOURCES HOLDINGS, INC.**

Mecca Resources Holdings, Inc., a corporation organized and existing under the laws of the State of Florida, hereby certifies as follows:

1. The name of the corporation is Mecca Resources Holdings, Inc. (the "Corporation"). The original Articles of Incorporation of the Corporation were filed with the Florida Division of Corporations on September ____, 2018. The Corporation was originally incorporated under the name Mecca Resources Holdings, Inc.

2. These Amended and Restated Articles of Incorporation have been duly adopted pursuant to Section 607.1007 of the Florida Business Corporation Act. The Corporation certifies that the amendments effected by this Amended and Restated Certificate of Incorporation have been approved and adopted by the sole Shareholder and Director in accordance with Section 607.1003 of the Florida Business Corporation Act.

3. The text of the Corporation's Articles of Incorporation as heretofore amended or supplemented is hereby restated and further amended to read in its entirety as follows:

ARTICLE I:

The name of the Corporation shall be MECCA RESOURCES, INC. (the "Corporation").

ARTICLE II:

The principal business and mailing address of the Corporation is 3033 Riviera Drive, Suite 101, Naples, Florida 34103.

ARTICLE III:

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE IV:

No preemptive rights are granted to any shareholder of the Corporation.


ARTICLE V:

The Corporation shall have perpetual existence.

ARTICLE VI:

The name and street address of the registered agent of the Corporation is C T Corporation System located at 1200 South Pine Island Road, Plantation, Florida 33324.

IN WITNESS WHEREOF, this Amended and Restated Certificate of Incorporation has been executed by a duly authorized officer of this Corporation on this 21st day of September, 2018.




Steven E. Moellers, President

MECCA RESOURCES HOLDINGS, INC.

ACCEPTANCE OF REGISTERED AGENT

C T Corporation System located at 1200 South Pine Island Road, Plantation, Florida 33324, being named in the Amended and Restated Articles of Incorporation of MECCA RESOURCES HOLDINGS, INC., as the registered agent of the Corporation, hereby consents to accept service of process for the Corporation at the address set forth above, and accepts the appointment as registered agent and agrees to act in this capacity. By its authorized signature below, the registered agent agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties. By the authorized signature below, the registered agent signifies that it is familiar with and accepts the obligations of the position of registered agent as provided in Florida Statutes Chapter 607.

C T CORPORATION SYSTEM

By: 
Name: M. E. Jones
Title: Asst. Sec'y.
Date: September 21, 2018