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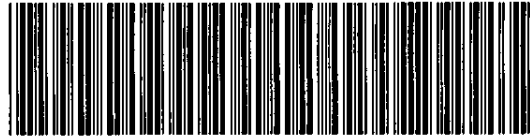
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12 JAN 26 AM 10:50

SECRETARY OF STATE
TALLAHASSEE FLORIDA

JAN 27 2012
T. ROBERTS

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: LUCAS CORP.
Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Nicholas M. Daniels, Esq.
Contact Person

Therrel Baisden, P.A.
Firm/Company

One S.E. 3rd Ave., Suite 2950
Address

Miami, FL 33131
City/State and Zip Code

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Nicholas M. Daniels, Esq. At (305) 371-5758
Name of Contact Person Area Code & Daytime Telephone Number

☐ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

STREET ADDRESS:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

ARTICLES OF MERGER

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12 JAN 26 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The undersigned corporations, SUEZ MOTEL, INC. being validly and legally formed under the laws of the State of Florida, and LUCAS CORP., being validly and legally formed under the laws of the State of Florida, have adopted a Plan of Merger (Exhibit "A").

2. The name of the surviving corporation is LUCAS CORP. and it is to be governed by the laws of the State of Florida.

3. The principal office of the surviving corporation shall be 13850 Stirling Road, Southwest Ranches, FL 33330.

4. The Plan of Merger of the undersigned corporations was adopted pursuant to Sections 607.1101 and 607.1103 of the Florida Statutes.

5. The Plan of Merger will become effective as of the date these Articles are filed with the Florida Department of State.

6. The Plan of Merger was adopted by the Shareholders and by the Board of Directors of SUEZ MOTEL, INC., a Florida "S" corporation on the 13 day of April, 2011.

7. The Plan of Merger was adopted by the Shareholders and by the Board of Directors of LUCAS CORP., a Florida "S" corporation on the 13 day of April, 2011.

8. As to each of the undersigned corporations, the number of shares outstanding and the total number of shares voted for and against such Plan of Merger, are as follows:

<u>Name of Corporation</u>	<u>Number of Outstanding Shares</u>	<u>Total Voted For</u>	<u>Total Voted Against</u>
SUEZ MOTEL, INC., a Florida "S" corporation	100	100	0
LUCAS CORP., a Florida "S" corporation	100	100	0

9. The Plan of Merger calls for cancellation of the issued shares of SUEZ MOTEL, INC., a Florida "S" corporation, which shall be effected as set forth in the Plan, a true and correct copy of which is attached hereto. The issued shares of LUCAS CORP., a Florida "S" corporation, shall not be affected by this merger.

SUEZ MOTEL, INC.,
a Florida "S" corporation

By: Robert Lucas, President
Robert Lucas, President

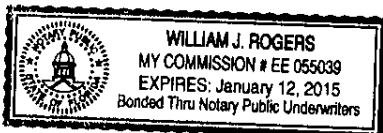
LUCAS CORP., a Florida "S"
corporation

By: Robert Lucas, President
Robert Lucas, President

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

PERSONALLY, appeared before me, the undersigned authority, Robert Lucas, who acknowledged to and before me that he is President of SUEZ MOTEL, INC., a Florida "S" corporation and LUCAS CORP., a Florida "S" corporation, and that he executed the foregoing Articles of Merger for the reasons and purposes therein expressed. He was personally known to me or produced _____ as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 13th day of April, 2011.



William J. Rogers
Notary Public,
State of Florida at Large

William J. Rogers
(Print name of Notary)
Commission No. _____

My Commission Expires: _____

EXHIBIT "A"

PLAN OF MERGER

PLAN OF MERGER

April THIS AGREEMENT, made and entered into this 13 day of April, 2011 by and between SUEZ MOTEL, INC., a Florida "S" corporation and LUCAS CORP., a Florida "S" corporation, sometimes hereinafter collectively referred to as the "Constituent Corporations".

RECITALS

A. The Stockholders and Board of Directors of the Constituent Corporations have deemed it advisable that SUEZ MOTEL, INC., a Florida "S" corporation hereinafter also referred to as the "Disappearing Corporation," be merged into LUCAS CORP., a Florida "S" corporation, hereinafter referred to as the "Surviving Corporation" under the laws of the State of Florida, and

B. Disappearing Corporation is duly organized and existing under the laws of the State of Florida, having been incorporated on the February, 14, 1963, has an authorized capital stock consisting of Two (2) shares of Class A and Ninety-Eight (98) shares of Class B, of which there are now issued and outstanding Two (2) shares of Class A and Ninety-Eight shares of Class B.

C. Surviving Corporation is duly organized and existing under the laws of the State of Florida, having been incorporated on September 26, 1972, has an authorized capital stock consisting of Two (2) shares of Class A and Ninety-Eight (98) shares of Class B, of which there are now issued and outstanding Two (2) shares of Class A and Ninety-Eight shares of Class B.

D. All of the Class A and Class B shares in both the Disappearing Corporation and the Surviving Corporation are owned by a single shareholder.

NOW, THEREFORE, in consideration of the promises and mutual agreements hereinafter contained, the Constituent Corporations have agreed, and do hereby agree, to merge upon the terms and conditions hereinafter provided.

1. Recitals.

The above recitals are true and correct and incorporated herein.

2. Agreement of Merger.

A. It is hereby agreed that the Disappearing Corporation shall merge into the Surviving Corporation. The Articles of Incorporation of the surviving Corporation, shall remain unchanged.

B. The Surviving Corporation agrees to pay to the dissenting shareholders of either constituent corporation complying with the terms of Section 607.1101 of the Florida Statute, the fair value of their shares.

3. Principal Office of Surviving Corporation.

The principal office of the Surviving Corporation, shall remain at 13850 Stirling Road, Southwest Ranches, FL 33330.

4. Capitalization of Surviving Corporation.

The capitalization of the Surviving Corporation, shall remain as is presently authorized, that is, Two (2) shares of Class A and Ninety-Eight shares of Class B.

5. Officers and Directors of Surviving Corporation.

The members of the Board of Directors and the officers of the Surviving Corporation immediately after the effective time of the merger shall be those persons who were the members of the Board

of Directors and the officers, respectively, of the Surviving Corporation immediately prior to the effective time of the merger, and such persons shall serve in such offices, respectively, for the terms provided by law or in the Bylaws, or until their respective successors are elected and qualified.

6. Registered Agent of Surviving Corporation.

The Registered Agent of the Surviving Corporation shall be as follows:

Robert Lucas
13850 Stirling Road
Southwest Ranches, FL 33330

7. Conveyance of Assets; Assumption of Liabilities.

A. The Disappearing Corporation hereby agrees, to the extent permitted by law, from time to time, as and when requested by the Surviving Corporation so to do, or by its successors and assigns, to execute and deliver, or cause to be executed and delivered, all such deeds and instruments, and to take or cause to be taken, such further or additional actions as the Surviving Corporation may deem necessary or desirable in order to vest in and confirm to the Surviving Corporation title to and possession of all property, real and personal, of the Disappearing Corporation, acquired or to be acquired by reason of or as a result of the merger herein provided for, and otherwise to carry out the intent and purposes hereof. The proper officers of the Disappearing Corporation have been authorized and directed to take any and all actions that may be necessary to effect such transfers, conveyances and assignments to carry out the purpose of such merger.

B. All assets and interests of any kind whatsoever of the Disappearing Corporation, including all debts due on any and all accounts, shall in effect become the property of the Surviving Corporation, and the title of any and all property shall be vested

in the Surviving Corporation and shall not revert or be in any way impaired by reason of the merger. All rights of creditors and all liens upon the property of the Constituent Corporations shall be preserved unimpaired, and all debts, liabilities and duties of the Disappearing Corporation shall thenceforth attach to the Surviving Corporation and may be enforced against it to the same extent as if said debts, liabilities and duties had been initially incurred or contracted by it.

8. Ratification by Stockholders and Directors.

This Agreement of Merger and all of the terms and provisions herein contained have been ratified and approved by the Stockholders and Directors of each of the Constituent Corporations.

9. Mode of Effecting Merger.

The mode of carrying said merger into effect shall be as follows:

A. Each share of Class A and/or Class B stock of the Disappearing Corporation issued and outstanding on the effective date of the merger and all rights in respect thereof shall, without any action on the part of the shareholder, be completely canceled.

B. The Merger shall be effected as follows: After the effective date of the merger, each holder of certificates for shares of Class A and/or Class B stock in the Disappearing Corporation shall surrender them to the Surviving Corporation or its duly appointed agent, in such manner as the Surviving Corporation shall legally require.

C. After the Merger, the sole shareholder will continue to hold its shares of Class A and/or Class B stock in the Surviving Corporation as before the Merger.

10. **Abandonment of Merger.**

This plan of merger may be abandoned by action of the board of directors of either the Surviving or the Disappearing Corporation at any time prior to the effective date.

11. **Effective Date of Merger.**

A. This Merger shall become effective as of the date of filing the Articles of Merger with the Florida Department of State.

B. Upon the merger becoming effective, the separate existence of the Disappearing Corporation shall cease, except as may be requisite for carrying out the purposes of this Agreement of Merger, or as continued by statute. All of the rights, privileges, powers, franchises, property and assets of every kind and description of the Disappearing Corporation, shall be vested in and be held and enjoyed by the Surviving Corporation.

IN WITNESS WHEREOF, the Constituent Corporations have caused their respective corporate names to be signed hereby by their respective Presidents and Secretaries, thereunto duly authorized by the respective Board of Directors and Shareholders of each corporation.

SUEZ MOTEL, INC.
a Florida "S" corporation

By: 

Robert Lucas, President

LUCAS CORP., a Florida "S"
corporation

By: 


Robert Lucas, President

**CERTIFICATE OF
LUCAS CORP.**

The undersigned, as President of LUCAS CORP., a Florida "S" corporation, does hereby certify that the Plan of Merger to which this Certificate is attached, was adopted by the Stockholders and Directors of said corporation (a) by unanimous written consent of all the Stockholders and Directors of said corporation on the 13 day of April, 2011 pursuant to the laws of the State of Florida, and (b) at a special meeting of the Stockholders and Directors of said corporation called separately for the purpose of adopting a plan of merger which was held after due notice on the aforementioned date, at which a quorum of Stockholders and Directors was present thereat, and that at said meeting the adoption and execution of such Plan of Merger was affirmatively voted upon by the requisite number of Stockholders and Directors entitled to vote at such meeting, and that the Plan of Merger was subsequently executed by the President of each of the Constituent Corporations named in the Plan of Merger pursuant to the authority granted to them for such purpose.

WITNESS our hands and seals this 13 day of April, 2011

LUCAS CORP., a Florida "S"
corporation

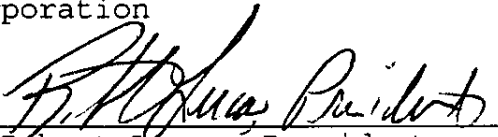
By: 
Robert Lucas, President

**CERTIFICATE OF
SUEZ MOTEL, INC.**

The undersigned, as President of SUEZ MOTEL, INC., a Florida "S" corporation, does hereby certify that the Plan of Merger to which this Certificate is attached, was adopted by the Stockholders and Directors of said corporation (a) by unanimous written consent of all the Stockholders and Directors of said corporation on the 13 day of April, 2011 pursuant to the laws of the State of Florida, and (b) at a special meeting of the Stockholders and Directors of said corporation called separately for the purpose of adopting a plan of merger which was held after due notice on the aforementioned date, at which a quorum of Stockholders and Directors was present thereat, and that at said meeting the adoption and execution of such Plan of Merger was affirmatively voted upon by the requisite number of Stockholders and Directors entitled to vote at such meeting, and that the Plan of Merger was subsequently executed by the President of each of the Constituent Corporations named in the Plan of Merger pursuant to the authority granted to them for such purpose.

WITNESS our hands and seals this 13 day of April, 2011.

SUEZ MOTEL, INC., a Florida "S" corporation

By: 
Robert Lucas, President