

F1700000 2127

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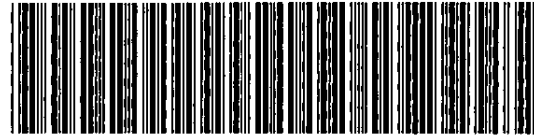
(Business Entity Name)

(Document Number)

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MAY 31 2017

Merger

SECRETARY OF STATE
TALLAHASSEE FLORIDA

17 MAY -8 PM12:21

FILED

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Crown Packaging 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:

Stephen A. Thompson

Contact Person

Copeland Thompson Jeep PC

Firm/Company

231 S. Bemiston Ave., Suite 1220

Address

Clayton, MO 63105

City/State and Zip Code

thompson@copelandthompson.com

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

For further information concerning this matter, please call:

Stephen A. Thompson

Name of Contact Person

At (314) 722-2224

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
(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act pursuant to section 607.1105, Florida Statutes.

FILED
17 MAY -8 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Crown Packaging Corp.	Missouri	FI7000002127

AR
Inc
5/8 12 2017

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Crown Packaging Corp. of Missouri	Florida	P05000168375

AR
4/24/17

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR / / (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on _____.

The Plan of Merger was adopted by the board of directors of the surviving corporation on
April 1, 2017 _____ and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on _____.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on
April 1, 2017 _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or Director

Typed or Printed Name of Individual & Title

Crown Packaging Corp. of Missouri

And then

Ray Hunt, Treasurer

Crown Packaging Corp.

Quinn

Ray Hunt, Treasurer

PLAN OF MERGER
(Merger of subsidiary corporation(s))

The following plan of merger is submitted in compliance with section 607.1104, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the **parent** corporation owning at least 80 percent of the outstanding shares of each class of the subsidiary corporation:

<u>Name</u>	<u>Jurisdiction</u>
Crown Packaging Corp.	Missouri
_____	_____

The name and jurisdiction of each **subsidiary** corporation:

<u>Name</u>	<u>Jurisdiction</u>
Crown Packaging Corp. of Missouri	Florida
_____	_____
_____	_____
_____	_____
_____	_____

The manner and basis of converting the shares of the subsidiary or parent into shares, obligations, or other securities of the parent or any other corporation or, in whole or in part, into cash or other property, and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, and other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

All issued shares of Crown Packaging Corp. of Missouri, the subsidiary, are owned by Crown Packaging Corp., the parent corporation. All issued shares of Crown Packaging Corp. of Missouri, the subsidiary, owned by Crown Packaging Corp., the parent corporation, and all shares of Crown Packaging Corp. of Missouri, the subsidiary, held in its treasury, if any, shall be cancelled without consideration on the effective date of merger.

(Attach additional sheets if necessary)

If the merger is between the parent and a subsidiary corporation and the parent is not the surviving corporation, a provision for the pro rata issuance of shares of the subsidiary to the holders of the shares of the parent corporation upon surrender of any certificates is as follows:

Not applicable.

If applicable, shareholders of the subsidiary corporations, who, except for the applicability of section 607.1104, Florida Statutes, would be entitled to vote and who dissent from the merger pursuant to section 607.1321, Florida Statutes, may be entitled, if they comply with the provisions of chapter 607 regarding appraisal rights of dissenting shareholders, to be paid the fair value of their shares.

Other provisions relating to the merger are as follows:

All of the property, rights, privileges, leases and patents of Crown Packaging Corp. of Missouri, the merging corporation, are to be transferred to and become the property of Crown Packaging Corp., the surviving corporation. The officers and Board of Directors of Crown Packaging Corp. of Missouri are authorized to execute any and all deeds, assignments, and documents of every nature which may be needed to effectuate a full and complete transfer of ownership to Crown Packaging Corp.

Crown Packaging Corp., the surviving corporation, may be served with process in the State of Florida in any proceeding for the enforcement of any obligation of Crown Packaging Corp. of Missouri, the merging corporation. The Secretary of State is hereby irrevocably appointed as the agent of the surviving corporation to accept service of process in any such proceeding; the address to which the service of process in any such proceeding shall be mailed is 17854 Chesterfield Airport Rd., Chesterfield, MO 63005, Attention: John J. Anthon, President.