

458874

C T CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street
Address
Tallahassee, Florida 32301
City State Zip Phone

CORPORATION(S) NAME

000002254846--9
-00/01/97--01045--018
*****70.00 *****70.00

Wis-Pak Foods, Inc. into Merger
Wis-Pak Transport, Inc.

- () Profit () Amendment ☒ Merger
() NonProfit () Dissolution/Withdrawal () Mark
() Limited Liability Company () Other
() Foreign () Change of State
() Limited Partnership () Annual Report
() Reinstatement () Reservation
() Limited Liability Partnership () Fictitious Name
() Certified Copy () Photo Copies () CUS
() Call When Ready () Call if Problem () After 4:00
() Walk In () Will Wait ☒ Pick Up
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Name	
Availability	8/5/97
Document Examiner	DDH
Updater	DDH
Verifier	DDH
Acknowledgment	DDH
W.F. Verifier	DDH

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED

8-1-97
Today Please

Thanks,
Melanie

CR2E031 (1-89)

*00789, 00861, 00672

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FILED
TALLAHASSEE, FLORIDA

H58874

ARTICLES OF MERGER
Merger Sheet

MERGING:

WIS-PAK FOODS, INC., a Florida corporation H58874
,

INTO

WISPAK TRANSPORT, INC., a Wisconsin corporation not qualified in Florida.

File date: August 1, 1997

Corporate Specialist: Annette Hogan



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 4, 1997

From:

CT Corporation System
660 East Jefferson St.
Tallahassee, FL 32301

SUBJECT: WIS-PAK FOODS, INC.
Ref. Number: H58874

RECEIVED
97 AUG -5 PM 2:35
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32301

We have received your document for WIS-PAK FOODS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

For each corporation, the document must contain the date of adoption of the plan of merger or share exchange by the shareholders or by the board of directors when no vote of the shareholders is required.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

To:

Annette Hogan
Corporate Specialist

Letter Number: 097A00039385

4:00 8-5-97

*Please back-date
to 8-1-97*

*Thanks,
Melanie*

ARTICLES OF MERGER OF
WIS-PAK FOODS, INC. WITH AND INTO
WISPAK TRANSPORT, INC.

In accordance with section 180.1107 of the Wisconsin Business Corporation Law and section 607.1107 of the Florida General Corporation Act, WIS-PAK FOODS, INC., a Florida corporation ("Wis-Pak"), and WISPAK TRANSPORT, INC., a Wisconsin corporation ("Transport"), jointly referred to hereinafter as the "Merging Corporations", hereby adopt the following Articles of Merger:

ARTICLE I

PLAN OF MERGER

The Plan of Merger is as follows:

A. At the Effective Date (as defined below) of the Merger (as defined below) Wis-Pak will be merged with and into Transport in accordance with and as permitted by the Florida General Corporation Act and the Wisconsin Business Corporation Law (the "Merger"). After the Merger, Transport will be the surviving corporation and the separate existence and identity of Wis-Pak will cease to exist.

B. At the Effective Date of the Merger:

1. Transport shall possess all rights privileges, immunities and franchises, of a public nature as well as of a private nature, of each of the Merging Corporations;

2. All property, real, personal and mixed, and all debts due on whatever account, including subscriptions to shares and all other choses in action, and every interest, of or belonging to or due to each of the Merging Corporations, shall be taken and deemed to be transferred to and vested in Transport without further act or deed;

3. Title to any real estate or any interest therein, vested in each of the Merging Corporations shall not revert or be in any way impaired by reason of the Merger;

4. Transport shall be responsible and liable for all the liabilities and obligations of the Merging Corporations;

5. Any claim existing or action or proceeding pending by or against either of the Merging Corporations may be prosecuted to judgment as if

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

6. Neither the rights of creditors nor any liens upon the property of the Merging Corporations shall be impaired by the Merger.

C. At the Effective Date of the Merger each share of the \$1.00 par value voting common stock of Wis-Pak issued and outstanding shall be retired and cancelled without payment of consideration.

D. The "Effective Date" of the Merger shall be the date of filing of these Articles of Merger.

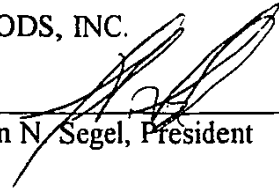
ARTICLE II

The Plan of Merger was adopted by the shareholders & board of director of "Wis-Pak" & "Transport".
The Plan of Merger was adopted on July 31, 1997 in accordance with section 180.1103 of the Wisconsin Business Corporation Law and section 607.1103 of the Florida General Corporation Act.

IN WITNESS WHEREOF, the parties hereto have caused these Articles of Merger to be executed as of the 31st day of July, 1997.


WIS-PAK FOODS, INC.

BY


Justin N. Segel, President

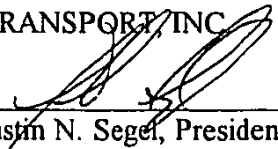
[No Seal]

Attest:


Richard Cundy, Secretary

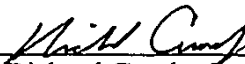
WISPAK TRANSPORT, INC.

BY


Justin N. Segel, President

[No Seal]

Attest:


Richard Cundy, Secretary

This document was drafted by Elaine E. Richards, Esq.