

H90457

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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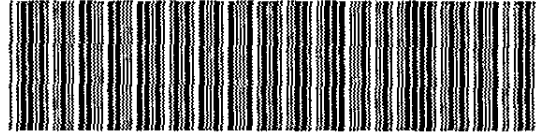
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

Mrger

02/06/07

DC

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: CONQUISTADOR, INC.
(Name of Surviving Corporation)

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

Please return all correspondence concerning this matter to following:

Michael Wm Mead, Esquire
Attn: Bev

(Contact Person)

Michael Wm Mead, P.A.

(Firm/Company)

P.O. Drawer 1329
24 Walter Martin Road

(Address)

Fort Walton Beach, FL 32549-1329

(City/State and Zip Code) (32548)

For further information concerning this matter, please call:

Bev Garrett, Staff

(Name of Contact Person)

At (850) 243-3135 (CST)

(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.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (if known/ applicable)
CONQUISTADOR, INC.	Florida	H90457

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (if known/ applicable)
QC INVESTMENTS, INC.	Florida	P93000065281
N/A		
N/A		
N/A		
N/A		

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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.)

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 October 10, 2006.

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ 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 October 10, 2006

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ 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

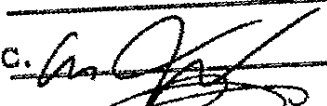
Typed or Printed Name of Individual & Title

CONQUISTADOR, INC.



Al P Qualls, Jr. President

QC INVESTMENTS, INC.



Al P Qualls, Jr. S/T

QC INVESTMENTS, INC.



Eugene F. Clement, Jr. President

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or Director

Typed or Printed Name of Individual & Title

CONQUISTADOR, INC.

Al F Qualls, Jr. President

QC INVESTMENTS, INC.

Al P Qualls, Jr. S/T

QC INVESTMENTS, INC.

Eugene F. Clement, Jr. President

(Non Subsidiaries)

First: The name and jurisdiction of the ~~surviving~~ corporation:

Jurisdiction

Florida

Name _____

Jurisdiction

QC INVESTMENTS, INC.

Florida

On the effective date of the merger the separate existence of the absorbed corporation shall cease, and the surviving corporation shall succeed to all the rights, privileges, immunities, and franchises, and all the property, real, personal and mixed of the absorbed corporation, without the necessity for any separate transfer. The surviving corporation shall then be responsible and liable for all liabilities and obligations of the absorbed corporation, and neither the rights of creditors nor any liens on the property of the absorbed corporation shall be impaired by the merger.

Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation 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, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows: Each share of the common stock of QC INVESTMENTS, INC. issued and outstanding on the effective date of the merger shall be converted into one (1) share of the common stock of CONQUISTADOR, INC. which shares of common stock of the surviving corporation shall then be issued and outstanding.

(Attach additional sheets if necessary)

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

N/A

OR

Restated articles are attached:

N/A

Other provisions relating to the merger are as follows:

The articles of incorporation*of the surviving corporation, CONQUISTADOR, INC., shall continue to be the articles of incorporation following the effective date of the merger. The bylaws of the surviving corporation, CONQUISTADOR, INC., shall continue to be its bylaws following the effective date of the merger.

The directors and officers of the surviving corporation CONQUISTADOR, INC. on the effective date of the merger shall continue as the directors and officers of the surviving corporation for the full unexpired terms of their offices and until their
*as amended successors have been elected or appointed and qualified.