

000000086849

Requester's Name
SEMINOLE TOWING & RECOVERY
11076 70TH AVE. N.
SEMINOLE, FL 33772

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)

2. _____ **000004456980-4**
(Corporation Name) (Document #) **-07/03/01-01008-002**
*******70.00 *****70.00**

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NEW FILINGS

☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

01 JUL -3 PM 3:30
FILED
SECRETARY OF STATE
ALBUQUERQUE, NEW MEXICO
000000086849
Muniz
8 pg
7-3-01
Examiner's Initials

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

MAJIDA, INC., document #P96000059875, a Florida entity.

INTO

MAJIDA II, INC., a Florida entity, P00000086849.

File date: July 3, 2001

Corporate Specialist: Carol Mustain

ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.203, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. <u>MAJIDA INC.</u> <u>9801 VONN RD.</u> <u>SEMINOLE, FL 33776</u>	<u>FLORIDA</u>	<u>S-CORP.</u>

Florida Document/Registration Number: 096000059875 FEI Number: 59-3385404

2. <u>MAJIDA II, INC.</u> <u>9801 VONN RD.</u> <u>SEMINOLE, FL 33776</u>	<u>FLORIDA</u>	<u>S-CORP</u>
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Florida Document/Registration Number: 00000086849 FEI Number: 59-3674449

3. _____	_____	_____
_____	_____	_____
_____	_____	_____

Florida Document/Registration Number: _____ FEI Number: _____

4. _____	_____	_____
_____	_____	_____
_____	_____	_____

Florida Document/Registration Number: _____ FEI Number: _____

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TALLAHASSEE, FLORIDA

(Attach additional sheet(s) if necessary)

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
<u>MAJIDA II, INC.</u>	<u>FL</u>	<u>S-Corp</u>

Florida Document/Registration Number: 000000086849 FEI Number: 59-3674449

THIRD: The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

SIXTH: If a limited liability company is the surviving entity and it is to be managed by one or more managers, the name(s) and address(es) of the manager(s) are as follows:

N/A

SEVENTH: All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows:

N/A

EIGHTH: Other provisions, if any, relating to the merger:

N/A

(Attach additional sheet(s) if necessary)

NINTH: The merger shall become effective as of:

The date the Articles of Merger are filed with Florida Department of State

OR


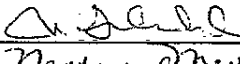
6/25/01

(Enter specific date. NOTE: Date cannot be prior to the date of filing.)

TENTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

ELEVENTH: SIGNATURE(S) FOR EACH PARTY:

(Note: Please see instructions for required signatures.)

<u>Name of Entity</u>	<u>Signature(s)</u>	<u>Typed or Printed Name of Individual</u>
<u>MAJIDA, INC.</u>	 <u>Margaret Muehler</u> <u>MARY STEVENS</u>	<u>Margaret R. Muehler</u> <u>MARGARET MUEHLER</u> <u>MARY STEVENS</u>
<u>MAJIDA II, INC</u>	 <u>Margaret Muehler</u> <u>MARY STEVENS</u>	<u>Margaret R. Muehler</u> <u>MARGARET MUEHLER</u> <u>MARY STEVENS</u>

(Attach additional sheet(s) if necessary)

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

FIRST: The exact name and jurisdiction of each merging party are as follows:

Name

Jurisdiction

MAJIDA, INC.

FL

MAJIDA II, INC.

FL

SECOND: The exact name and jurisdiction of the surviving party are as follows:

Name

Jurisdiction

MAJIDA II, INC.

FL

THIRD: The terms and conditions of the merger are as follows:

ON OCTOBER 15, 2000 ALL ASSETS WERE TRANSFERRED FROM MAJIDA INC. DBA SEMINOLE SHELL TO MAJIDA II, INC. DBA SEMINOLE TOWING AND RECOVERY AS PART OF A TAX FREE MERGER. NO CONSIDERATION CHANGED HANDS. THESE ASSETS INCLUDED FIVE TOW TRUCKS AND OTHER MISCELLANEOUS EQUIPMENT.

(Attach additional sheet(s) if necessary)

FOURTH:

- A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

SEE "THIRD"

- B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

SEE "THIRD"

(Attach additional sheet(s) if necessary)

FIFTH: If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the general partner(s) are as follows:

N/A

Name(s) and Address(es) of General Partner(s)

If General Partner is a Non-Individual,
Florida Document/Registration Number