

P03000042049

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

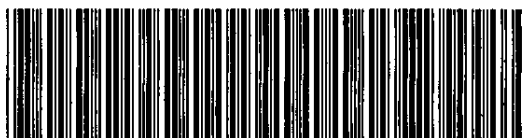
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FILED
07 JUN 28 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

merger

Sf

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Chase Warner 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:

Jack Gillis

(Contact Person)

Chase Warner Corp.

(Firm/Company)

11230 West Ave., Ste. 2210

(Address)

San Antonio, TX 78213-1360

(City/State and Zip Code)

For further information concerning this matter, please call:

Jack Gillis

(Name of Contact Person)

At (210) 375-2100

(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)
Chase Warner Corp.	TX	0161223000

Second: The name and jurisdiction of each **merging** corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Chase Warner, Inc.	FL	P03000042049
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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 January 4, 2007.

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 January 4, 2007.

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)

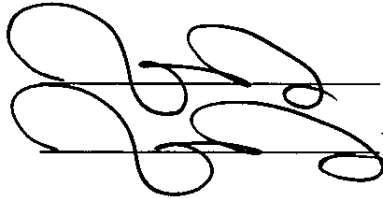
Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or
Director

Typed or Printed Name of Individual & Title

Chase Warner Corp.



Jack Gillis, PRES

Chase Warner, Inc.

Jack Gillis, PRES

PLAN OF MERGER (Non-Subsidiaries)

The following plan of merger is submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1101, F.S., and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
CHASE WARNER CORP.	Texas	0161223000

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
CHASE WARNER, INC.	Florida	P03000042049
CHASE WARNER CORP.	Texas	0161223000

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

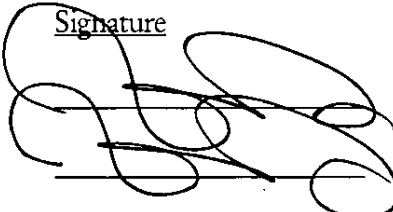
Chase Warner Corp., as surviving corporation, shall receive title in and to 100% of any and all assets, and assume 100% of all outstanding liabilities of Chase Warner, Inc., in exchange the shareholders of which shall receive 50% of interest in and to the surviving corporation.

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: An equal number of shares of the surviving corporation shall be issued pro rata to the shareholders of the merging corporations so that the shareholders of each merging corporation shall hold 50% of the issued and outstanding voting shares of the surviving corporation.

Fifth: The Plan of Merger was adopted by the shareholders of the surviving corporation on January 4, 2007.

Sixth: The Plan of Merger was adopted by the shareholders of the merging corporations on January 4, 2007.

Seventh: SIGNATURES FOR EACH CORPORATION

<u>Name of Corporation</u>	<u>Signature</u>	<u>Typed Name & Title</u>
CHASE WARNER CORP.		Jack Gillis, President
CHASE WARNER, INC.		Jack Gillis, President