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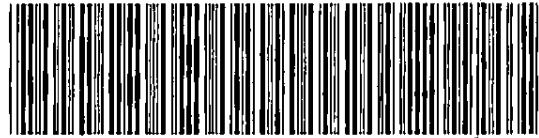
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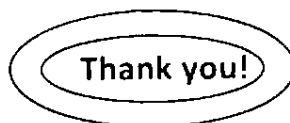
Name:	SYMMETRY INSTALLATIONS, INC. - RCS SYSTEMS, INC.
Document #:	
Order #:	11394762

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: RCS Systems, 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:

Janell Bohn, Paralegal

Contact Person

Godfrey & Kahn, S.C.

Firm/Company

833 E. Michigan Street, Suite 1800

Address

Milwaukee, WI 53202

City/State and Zip Code

jbohn@gklaw.com

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

For further information concerning this matter, please call:

Janell Bohn, Paralegal

Name of Contact Person

At (414) 273-3500

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)
RCS Systems, Inc.	Wisconsin	Not Applicable

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Symmetry Installations, Inc.	Florida	P05000168306
Transportation Innovations, Inc.	Wisconsin	Not Applicable

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 1 / 30 / 2019 (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.)
at 11:59 pm Central Time

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 1/24/2019

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 1/24/2019

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

RCS Systems, Inc.

Ralph B. Schregardus, President

Symmetry Installations, Inc.

Ralph B. Schregardus, President

Transportation Innovations, Inc.

Ralph B. Schregardus, President

EXHIBIT A

PLAN OF MERGER **(Non Subsidiaries)**

This Plan of Merger is submitted in compliance with the section 607.1101 of the Florida Business Corporation Act and in accordance with the laws of the State of Wisconsin.

1. The names of the corporations proposing to merge are RCS Systems, Inc., a Wisconsin corporation hereinafter referred to as "RCS" or the "Surviving Corporation," Symmetry Installations, Inc., a Florida corporation hereinafter referred to as "Symmetry," and Transportation Innovations, Inc., a Wisconsin corporation hereinafter referred to as "Transportation."

2. Symmetry and Transportation shall merge with and into RCS and the Surviving Corporation shall exist by virtue and under the laws of the State of Wisconsin. The corporate identity, existence, purpose, powers, franchises, rights and immunities of RCS shall continue unaffected and unimpaired by the merger, and the corporate identity, existence, purpose, powers, franchises, rights and immunities of Symmetry and of Transportation shall be merged with and into the Surviving Corporation, and the Surviving Corporation shall be fully vested therewith. The separate existence of Symmetry, except insofar as it may be continued by reason of the Florida Business Corporation Act (the "Florida Statutes"), and the separate existence of Transportation, except insofar as it may be continued by reason of the Wisconsin Business Corporation Law (the "Wisconsin Statutes"), shall cease upon this Plan of Merger becoming effective and thereupon Symmetry, Transportation and the Surviving Corporation shall become a single corporation.

3. The Articles of Incorporation of RCS on the Effective Date (as hereinafter defined) of the merger shall be and remain the Articles of Incorporation of the Surviving Corporation.

4. On the Effective Date of the merger, all of the issued and outstanding common stock of Symmetry and all of the issued and outstanding common stock of Transportation shall be deemed to be cancelled without further consideration. No shares of stock or other consideration of the Surviving Corporation shall be issued in connection with this merger.

5. The By-Laws of RCS as they exist on the Effective Date of the merger shall be and remain the By-Laws of the Surviving Corporation until altered, amended or repealed as provided therein.

6. The Board of Directors of RCS prior to the merger shall, upon the Effective Date of the merger, be and remain the Board of Directors of the Surviving Corporation, and they shall hold office until the next annual meeting of the Shareholders of the Surviving Corporation and/or until their successors are duly elected and qualified.

7. The officers of RCS prior to the date of merger shall, upon the Effective Date of the merger, be and remain the officers of the Surviving Corporation, and they shall hold office until their respective successors are duly elected and qualified.

8. The first annual meeting of the Shareholders of the Surviving Corporation held after the Effective Date of the merger shall be the annual meeting provided by the By-Laws of RCS. The first regular meeting of the Board of Directors of the Surviving Corporation held after the Effective Date of the merger shall be convened in a manner provided in the By-Laws of RCS and may be held at the time and place specified in the notice of meeting.

9. This Plan of Merger shall become effective on January 30, 2019 at 11:59 p.m. Central Time, herein sometimes referred to as the "Effective Date." On such Effective Date, the separate existence of Symmetry and of Transportation shall cease and they shall be merged with and into RCS in accordance with the provisions of this Plan of Merger.

10. Notwithstanding anything contained herein to the contrary, this Plan of Merger may be terminated and abandoned by the Boards of Directors of RCS, Symmetry or Transportation at any time prior to the filing of the Articles of Merger with the Wisconsin Department of Financial Institutions and the Division of Corporations of the Florida Department of State, if the Boards of Directors of RCS, Symmetry or Transportation should decide that it would not be in the best interest of the Surviving Corporation. The Boards of Directors of RCS, Symmetry and Transportation have determined that the merger would permit the Surviving Corporation to realize operating economies and increased growth potential as well as other administrative and management efficiencies benefiting each corporation and its shareholders.

11. Pending the completion of the merger, no dividend shall be paid or other distributions made to the holders of the common stock of RCS, Symmetry or Transportation.

12. On the Effective Date, the Surviving Corporation shall, without other transfer, succeed to and have all the rights, privileges, immunities and franchises and Surviving Corporation shall be subject to all the restrictions, disabilities and duties of Symmetry and Transportation, and all property, real, personal and mixed, and all debts due to Symmetry or to Installations on whatever account, including stock subscriptions to shares as well as other choses in actions shall be vested in the Surviving Corporation; and all property, rights, privileges, powers, franchises and each and every other interests shall be thereafter as effectively the property of the Surviving Corporation as they were of Symmetry or Transportation.

13. This merger shall constitute a reorganization under Section 368 of the Internal Revenue Code of 1986, as amended, and corresponding provisions of the Wisconsin Statutes and the Florida Statutes.