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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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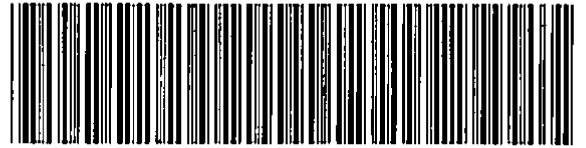
(Business Entity Name)

(Document Number)

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Merger/CC

AUG 20 2019
1 ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Stan B. Walters & Associates, 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:

Stan B. Walters

Contact Person

Stan B. Walters & Associates, Inc

Firm/Company

3921 Appletree Drive

Address

Valrico, FL 33594

City/State and Zip Code

stan@thelieguy.com

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

For further information concerning this matter, please call:

Stan B. Walters

Name of Contact Person

At (813) 820-3079

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 23, 2019

STAN B. WALTERS
3921 APPLETREE DRIVE
VALRICO, FL 33594

SUBJECT: STAN B. WALTERS & ASSOCIATES, INC.
Ref. Number: P19000053349

We have received your document for STAN B. WALTERS & ASSOCIATES, INC. and your check(s) totaling \$78.75. 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.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Irene Albritton
Regulatory Specialist II

Letter Number: 019A00014996

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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)
Stan B. Walters & Associates, Inc.	Florida	P19000053349

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Stan B. Walters & Associates, Inc	KY	0189880

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.)

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 _____.

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____

July 1, 2019 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 _____.

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

July 1, 2019 and shareholder approval was not required.

July 1, 2019

(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

Stan B. Walters & Assoc., Inc

Ken B. Williams

Stan B. Walters, President / CEO

Stan B. Walters & Assoc., Inc

Hilda Walters

—Hilda L. Walters, Exec V.P.

Stan B. Walters & Assoc., Inc

Sam B. Waters

Stan B. Walters, President / CEO

Stan B. Walters & Assoc., Inc

Nilda Walters

Hilda L. Walters, Exec. V.P.,

PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accord with the laws of any other applicable jurisdiction of incorporation.

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

Name

Jurisdiction

Stan B. Walters & Associates, Inc

Florida

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

Name

Jurisdiction

Stan B. Walters & Associates, Inc.

Kentucky

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

Stan B. Walters & Associates, Inc (KY corporation) will merge with Stan B. Walters & Associates, Inc (FL corporation) With this merger, Stan B. Walters & Associates, Inc., (KY corporation) will be dissolved.

Board members, officers and shareholders of Stan B. Walters & Associates, Inc (KY corporation) will exchange shares on an equal value 1 for 1 basis for shares of Stan B. Walters & Associates, Inc (FL corporation). Shares of each corporation will have equal face value.

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:

(Attach additional sheets if necessary)