

P97000040780

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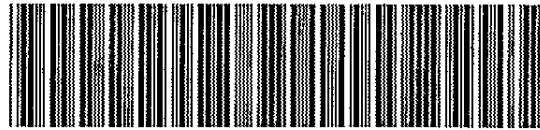
(Business Entity Name)

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03 FEB 24 PM 3:35

SECRETARY OF STATE  
TALLAHASSEE, FL 32301

2/26  
2003

**TRANSMITTAL LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Bar G One, Inc.  
(Name of surviving corporation)

The enclosed merger and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

James F. McLeod  
(Name of person)

Lathrop & Gage, L.C.  
(Name of firm/company)

Post Office Box 4288  
(Address)

Springfield, Missouri 65808-4288  
(City/state and zip code)

For further information concerning this matter, please call:

James F. McLeod at ( 417 ) 886-2000  
(Name of person) (Area code & daytime telephone number)

☐ Certified copy (optional) \$8.75 (plus \$1 per page for each page over 8, not to exceed a maximum of \$52.50; please send an additional copy of your document if a certified copy is requested)

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399



FLORIDA DEPARTMENT OF STATE

Ken Detzner  
Secretary of State

January 27, 2003

JAMES F. MCLEOD  
% LATHROP & GAGE, L.C.  
PO BOX 4288  
SRPINGFIELD, MO 65808-4288

SUBJECT: BAR G MIDWEST, INC.  
Ref. Number: P97000040780

We have received your document for BAR G MIDWEST, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The fee to file articles of merger or articles of share exchange is \$35 per party to the merger or share exchange. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

The date of adoption of each amendment must be included in the document.

Please remit a check for \$35.00.

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) 245-6908.

Anna Chesnut  
Document Specialist

Letter Number: 603A00005024

RECEIVED  
03 FEB 24 AM 8:54  
DIVISION OF CORPORATIONS

## 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, F.S.

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Bar G One, Inc.</u>	<u>Missouri</u>	<u>00516097</u>

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Bar G Midwest, Inc.</u>	<u>Florida</u>	<u>P97000040780</u>

**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 in the future.)

**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 12/13/02.

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 \_\_\_\_\_.

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)

**FILED**  
03 FEB 24 PM 3:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Name of Corporation

Typed or Printed Name of Individual & Title

Edward J. Bash, President

Edward J. Bash, President

## **PLAN OF MERGER**

**(Non Subsidiaries)**

The following plan of merger is submitted in compliance with 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:

Name

Jurisdiction

\_\_\_\_\_

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

Name

Jurisdiction

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

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

1. The officers and directors of Bar G Midwest, Inc. shall become the officers and directors of Bar G One, Inc.

**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:

Ten (10) shares of Bar G One, Inc. shall be issued for each share of Bar G Midwest, Inc.

*(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 as an exhibit:

Article 1 is amended to read as follows:

The name of the corporation shall be Bar G Midwest, Inc.

OR

Restated articles are attached:

Other provisions relating to the merger are as follows: