

513593

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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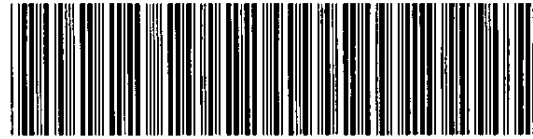
(Business Entity Name)

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2017 JUL 12 AM 11:02

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

2017 JUL 12 PM 2:03

FILED  
TALLAHASSEE, FLORIDA

JUL 13 2017

C McNAIR

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

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DIVISION OF CORPORATIONS  
2011 JUL 12 AM 11:08

ACCOUNT NO. : I20000000195  
REFERENCE : 719470 4312873  
AUTHORIZATION : *[Signature]*  
COST LIMIT : \$ 78.75

ORDER DATE : July 12, 2017  
ORDER TIME : 1:15 PM  
ORDER NO. : 719470-035  
CUSTOMER NO: 4312873

ARTICLES OF MERGER

WELLS FARGO FINANCIAL SYSTEM  
FLORIDA, INC.

INTO

WELLS FARGO USA HOLDINGS, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX \_\_\_\_\_ CERTIFIED COPY  
\_\_\_\_\_ PLAIN STAMPED COPY

CONTACT PERSON: Melissa Zender

EXAMINER'S INITIALS: \_\_\_\_\_

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Wells Fargo USA Holdings, Inc.  
Name of Surviving Corporation

RECEIVED  
DIVISION OF CORPORATIONS  
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The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Adair Kenny  
Contact Person

Robinson, Bradshaw & Hinson, P.A.  
Firm/Company

101 N Tryon St Ste 1900  
Address

Charlotte, NC 28246  
City/State and Zip Code

debramccombs@wellsfargo.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Adair Kenny  
Name of Contact Person

At ( 704 ) 377-8174  
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)
Wells Fargo USA Holdings, Inc.	New Jersey	

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

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Wells Fargo Financial System Florida, Inc.	Florida	S13593

**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** 7 / 19 / 2017 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more at 12:01 a.m. (New York, than 90 days after merger file date.)  
New York time)

**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 7/12/2017 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 7/12/2017 and shareholder approval was not required.

(Attach additional sheets if necessary)

Typed or Printed Name of Individual & Title

Dean R. Anderson, President

Dean R. Anderson, President

**PLAN OF MERGER**  
**(Merger of subsidiary corporation(s))**

The following plan of merger is submitted in compliance with section 607.1104, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the **parent** corporation owning at least 80 percent of the outstanding shares of each class of the subsidiary corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>Wells Fargo USA Holdings, Inc.</u>	<u>New Jersey</u>

The name and jurisdiction of each **subsidiary** corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>Wells Fargo Financial System Florida, Inc.</u>	<u>Florida</u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>

The manner and basis of converting the shares of the subsidiary or parent into shares, obligations, or other securities of the parent 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, and other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

In the merger, each share of the capital stock of the Subsidiary issued and outstanding immediately prior to the merger shall be cancelled without further consideration. The shares of capital stock of the Parent outstanding immediately prior to the merger shall remain outstanding after the merger and shall not be converted, exchanged or altered in any manner as a result of the merger

*(Attach additional sheets if necessary)*

If the merger is between the parent and a subsidiary corporation and the parent is not the surviving corporation, a provision for the pro rata issuance of shares of the subsidiary to the holders of the shares of the parent corporation upon surrender of any certificates is as follows:

N/A

If applicable, shareholders of the subsidiary corporations, who, except for the applicability of section 607.1104, Florida Statutes, would be entitled to vote and who dissent from the merger pursuant to section 607.1321, Florida Statutes, may be entitled, if they comply with the provisions of chapter 607 regarding appraisal rights of dissenting shareholders, to be paid the fair value of their shares.

Other provisions relating to the merger are as follows:

The Parent, as the sole shareholder of the Subsidiary, hereby waives the mailing requirement set forth in section 607.1104(2), Florida Statutes.