

PO Box 778 / 600 W. Main St., Rm. 322 Jefferson City, MO 65102

## **Articles of Merger for** Parent/Subsidiary Corporations (Section 351.447, RSMo) (Submit with filing fee of \$30.00)

Pur	suant to the provisions of the General and Bu	isiness Corporation Law of Missouri, the u	indersigned corp	orations certify the following:		
1.	That	Charter Number	of	Parent State		
2.	That		of			
	Name of Corporation	Charter Number	01	Parent State		
3.	That		of			
	Name of Corporation	Charter Number		Parent State		
	are hereby merged and that the above nam	ed				
	is the surviving corporation.	Name of Corporation		Charter Number		
4.	That the Board of Directors of					
	Name of Corporation					
	met on and by remonth/day/year of Merger set forth in these articles.	esolution adopted by a majority vote of the	ne members of s	such board approved the Plan		
5.						
٥.	That the Board of Directors of					
	met on and by resolution adopted by a majority vote of the members of such board approved the Plan					
	month/day/year of Merger set forth in these articles.					
6.	That the Board of Directors of					
	Name of Corporation					
	met on and by resolution adopted by a majority vote of the members of such board approved the Plan month/day/year					
	of Merger set forth in these articles.					
7.	That this Plan of Merger has been adopted	pursuant to Section 351.447, RSMo.				
8.	That the resolution of the Board of Directors of the parent corporation,					
			_, approving the	e Plan of Merger is as follows;		
		(Please see next page)				
N	ame and address to return filed document:					
N	ame:					
A	ddress:					
C	ity, State, and Zip Code:					
	*			Com 514 (01/2017)		

PL	AN OF MERGER					
١.	is the survivor.					
	is the survivor.					
2.	All of the property, rights, privileges, leases and patents of the					
	are to be transferred to and become the property of					
	the survivor. The officers and board of directors of the above named corporations are authorized to execute all deeds, assignments, and documents of every nature which may be needed to effectuate a full and complete transfer of ownership.					
3.	The officers and board of directors of					
	shall continue in office until their successors are duly elected and qualified under the provisions of the bylaws of the surviving corporation.					
	. [To be completed if the parent corporation does not own all the outstanding shares of each of the subsidiary corporations					
	party to the merger.] The consideration paid by the surviving corporation upon surrender of each share of the subsidiary corporation(s) which is not owned by the parent corporation is as follows:					
5	[To be completed if the parent corporation is not the surviving corporation.]					
٠.						
	a. The outstanding shares of					
	parent corporation, shall be exchanged for shares of					
	, surviving corporation on the following basis					
	b. The proposed merger has been approved either by:					
	receiving the affirmative vote of at least two-thirds of the outstanding shares of					
	2000. The manner role of at load two diffusion are outstaining shallos of					
	parent corporation, entitled to vote thereon at a meeting thereof duly called and held on					
	In lieu of such required voting, the proposed merger has been approved by the directors of each of the corporations, the rigin					
	and benefits of the shareholders as set forth in section 351.093 are the same, and the surviving corporation is solvent and retain the name of the parent.					

9. That the parent corporation,

6.	If the surviving corporation is a foreign corporation, it is agreed that, upon and after the issuance of a certificate of merger by the Secretary of State of the State of Missouri:						
	obligation of any cor- ceeding for the enforce	ation may be served with process in the poration organized under the laws of the cement of the rights of a dissenting shinst the surviving corporation.	the State of Missouri which is a par	ty to the merger and in any pro-			
		e of the State of Missouri shall be and evice of process in any such proceeding					
	the State of Missouri	ation will promptly pay to the dissent which is a party to the merger the am siness Corporation Law of Missouri"	nount, if any, to which they shall be	entitled under the provisions of			
7.	The articles of incorporation of the survivor are/are not amended as follows:						
An	officer of each entity mu	st sign.					
In.	Affirmation thereof, the fa	acts stated above are true and correct: that false statements made in this filin	g are subject to the penalties provide	d under Section 575.040, RSMo)			
Aut	horized Signature	Printed Name	Title	Date			
Aut	horized Signature	Printed Name	Title	Date			
Aut	horized Signature	Printed Name	Title	Date			
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