Madison

MISC. RECORD 35

ARTICLES 586

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SECRETARY OF STATE

MAILED SEP 18 1985

ARTICLES OF MERGER OF WINTERSET LITTLE LEAGUE INC.
AND WINTERSET GIRLS SOFTBALL LEAGUE, INC.

Pursuant to the provisions of Iowa Code Section 504A.43, the undersigned corporations adopt the following Articles of Merger for the purposes of merging them into one of such corporations:

1. Attached hereto and marked Exhibit "A" is the Plan of Merger to merge Winterset Girls Softball League, Inc. into Winterset Little League Inc. which shall be the surviving corporation.

2. No members of either corporation are entitled to vote on such merger.

3. On the 10 day of Sept., 1985, the Plan of Merger was submitted to a meeting of the Board of Directors of both corporations, and the Board of Directors of both corporations unanimously approved said Plan of Merger.

WINTERSET LITTLE LEAGUE INC.

By: Robert Weeks
Robert Weeks, President

By: Duane Steenhoek
Duane Steenhoek, Secretary

WINTERSET GIRLS SOFTBALL LEAGUE, INC.

By: Robert Weeks
Robert Weeks, President

By: Duane Steenhoek
Duane Steenhoek, Secretary

FILED NO. 599
BOOK 35 PAGE 586
1985 SEP 20 AM 10:30
MARY E. WELTY
RECORDER
MADISON COUNTY, IOWA
Fee $20.00

IND ✓
REC ✓
PAGE ✓

STATE OF IOWA :
: ss
MADISON COUNTY:

On this 10 day of Sept, A.D. 1985, before me, the undersigned, a Notary Public in and for the State of Iowa, personally appeared Robert Weeks and Duane Steenhoek, to me personally known, who, being by me duly sworn, did say that they are the President and Secretary, respectively, of Winterset Little League Inc. corporation, executing the within and foregoing instrument, that no seal has been procured by the said

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corporation; that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and that the said Robert Weeks and Duane Steenhoek as such officers acknkowledged the execution of said instrument to be the voluntary act and deed of said corporation, by it and by them voluntarily executed.

Jerrold B. Oliver

Notary Public in and for the State of Iowa

JERROLD B. OLIVER
MY COMMISSION EXPIRES
August 26, 1988

STATE OF IOWA :
: ss
MADISON COUNTY:

On this 10 day of Sept., A.D. 1985, before me, the undersigned, a Notary Public in and for the State of Iowa, personally appeared Robert Weeks and Duane Steenhoek, to me personally known, who, being by me duly sworn, did say that they are the President and Secretary, respectively, of Winterset Girls Softball League, Inc. corporation, executing the within and foregoing instrument, that no seal has been procured by the said corporation; that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and that the said Robert Weeks and Duane Steenhoekas such officers acknkowledged the execution of said instrument to be the voluntary act and deed of said corporation, by it and by them voluntarily executed.

Jerrold B. Oliver

Notary Public in and for the State of Iowa

JERROLD B. OLIVER
MY COMMISSION EXPIRES
August 26, 1988

PLAN OF MERGER OF WINTERSET GIRLS SOFTBALL LEAGUE, INC.
AND WINTERSET LITTLE LEAGUE INC.

Winterset Girls Softball League, Inc. and Winterset Little League Inc. hereby adopt the following Plan of Merger pursuant to the provisions of Iowa Code Section 504A.40:

1. The names of the corporation proposing to merge are Winterset Girls Softball League, Inc. and Winterset Little League Inc., and the name of the corporation into which they propose to merge is Winterset Little League Inc. which shall be the surviving corporation.

2. The terms and conditions of the proposed merger are that all assets of Winterset Girls Softball League, Inc. shall be transferred to Winterset Little League Inc. Winterset Girls Softball League, Inc. has no known liabilities.

3. No change in the Articles of Incorporation of Winterset Little League Inc. is to be effected by such merger.

4. No other provisions with respect to the proposed merger are necessary or desirable.

Dated this 10 day of Sept, 1985.

WINTERSET LITTLE LEAGUE INC.

By: _____
Robert Weeks, President

By: _____
Duane Steenhoek, Secretary

WINTERSET GIRLS SOFTBALL LEAGUE, INC.

By: _____
Robert Weeks, President

By: _____
Duane Steenhoek, Secretary

STATE OF IOWA :
: ss
MADISON COUNTY:

On this 10 day of Sept, A.D. 1985, before me, the undersigned, a Notary Public in and for the State of Iowa, personally appeared Robert Weeks and Duane Steenhoek, to me personally known, who, being by me duly sworn, did say that they are the President and Secretary, respectively, of Winterset Little League, Inc. corporation executing the within and foregoing instrument, that no seal has been procured by the said corporation; that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and that the said Robert Weeks and Duane Steenhoek as such officers acknkowledged the execution of said instrument to be the voluntary act and deed of said corporation, by it and by them voluntarily executed.

Jerrold B Oliver
Notary Public in and for the State of Iowa

JERROLD B. OLIVER
MY COMMISSION EXPIRES
August 26, 1988

STATE OF IOWA :
: ss
MADISON COUNTY:

On this 10 day of Sept, A.D. 1985, before me, the undersigned, a Notary Public in and for the State of Iowa, personally appeared Robert Weeks and Duane Steenhoek, to me personally known, who, being by me duly sworn, did say that they are the President and Secretary, respectively, of Winterset Girls Softball League, Inc. corporation, executing the within and foregoing instrument, that no seal has been procured by the said corporation; that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and that the said Robert Weeks and Duane Steenhoek as such officers acknkowledged the execution of said instrument to be the voluntary act and deed of said corporation, by it and by them voluntarily executed.

Jerrold B Oliver
Notary Public in and for the State of Iowa

JERROLD B. OLIVER
MY COMMISSION EXPIRES
August 26, 1988

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OFFICE OF THE SECRETARY OF STATE
DES MOINES, IOWA

This instrument recorded in Book —, Page — Sept 16 1985
Expires —, Cert. No. C23827, Receipt No. —
Filed By Webster Law Firm, Farmers & Merchants Bank Bldg. Winterset, Ia. 50273
Filing Fee 50.00 Recording Fee — Secretary of State
attn: Jerrold B. Oliver