



## TEXAS CREDIT UNION DEPARTMENT

### CERTIFICATE OF MERGER

The undersigned Chairpersons and Secretaries of \_\_\_\_\_  
Credit Union and \_\_\_\_\_ Federal Credit Union, respectively,  
do hereby certify the following matters to be true and correct:

On the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, the Board of Directors of  
\_\_\_\_\_ Credit Union met in \_\_\_\_\_, Texas, and there  
voted to enter into a plan of merger with \_\_\_\_\_ Federal Credit  
Union under the terms of which \_\_\_\_\_ Federal Credit  
Union would be merged into \_\_\_\_\_ Credit Union. The  
vote was \_\_\_\_\_ directors in favor of the merger and \_\_\_\_\_ directors against the merger.

On the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, the Board of Directors of  
\_\_\_\_\_ Federal Credit Union met at  
\_\_\_\_\_, in \_\_\_\_\_, Texas, and there voted to enter into a  
plan of merger with \_\_\_\_\_ Credit Union under the  
terms of which \_\_\_\_\_ Federal Credit Union would  
be merged into \_\_\_\_\_ Credit Union. The vote was \_\_\_\_\_  
directors in favor of the merger and \_\_\_\_\_ directors against the merger.

The members of \_\_\_\_\_ Federal Credit Union approved  
the plan of merger at a meeting called for that purpose on \_\_\_\_\_, 20\_\_\_\_. The  
meeting took place at \_\_\_\_\_ in \_\_\_\_\_, Texas. The  
vote was \_\_\_\_\_ members in favor of the plan of merger and \_\_\_\_\_ members against the merger.

\_\_\_\_\_ Credit Union is the surviving corporation.

A copy of the resolution by which the plan of merger was approved is attached hereto.

\_\_\_\_\_ Credit Union \_\_\_\_\_ Federal CU

by \_\_\_\_\_  
Chairman

by \_\_\_\_\_  
Chairman

\_\_\_\_\_  
Secretary

\_\_\_\_\_  
Secretary

State of Texas §

County of §

\_\_\_\_\_ as Chairman and \_\_\_\_\_  
as Secretary of \_\_\_\_\_ Credit Union acknowledged this  
instrument before me on \_\_\_\_\_, 20\_\_.

\_\_\_\_\_  
Notary Public, State of Texas

State of Texas §

County of §

\_\_\_\_\_ as Chairman and \_\_\_\_\_ as  
Secretary of \_\_\_\_\_ Federal Credit Union  
acknowledged this instrument before me on \_\_\_\_\_, 20\_\_.

\_\_\_\_\_  
Notary Public, State of Texas

Approved this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_

\_\_\_\_\_  
Credit Union Commissioner



**CREDIT UNION DEPARTMENT**  
**PLAN OF MERGER**

\_\_\_\_\_ Credit Union, whose address is \_\_\_\_\_  
\_\_\_\_\_ and \_\_\_\_\_ Federal Credit Union whose  
address is \_\_\_\_\_ propose to merge in accordance with  
Texas Finance Code, Title 3, Subtitle D, Chapter 122, Subchapter D, Sections 122.151 - 155 on  
the following terms and conditions:

1. The name of the surviving credit union is: \_\_\_\_\_.
2. The effective date of the merger is the date that the records of the credit unions are combined, after receiving final approval by the Credit Union Commissioner.
3. The Articles of Incorporation of the surviving credit union will remain in effect unchanged.
4. Upon the effective date of the merger, all property, property rights, and interests of the merged credit union vest in the surviving credit union without deed, endorsement, or other instrument of transfer, and all debts, obligations, and liabilities of the merged credit union will be assumed by the surviving credit union under whose charter the merger is effected.
5. Additional items to this plan are included as an addendum.
6. The signatures affixed hereto constitute a majority of the board of directors of each credit union.
7. The board of directors of \_\_\_\_\_ Credit Union has requested the Credit Union Commissioner to waive the requirement that the Plan of Merger be approved by the members of the \_\_\_\_\_ Credit Union.

_____ Credit Union	_____ Federal CU
1. _____	1. _____
2. _____	2. _____
3. _____	3. _____
4. _____	4. _____
5. _____	5. _____
6. _____	6. _____
7. _____	7. _____



## TEXAS CREDIT UNION DEPARTMENT

### MERGER RESOLUTION

BE IT RESOLVED that the Board of Directors of \_\_\_\_\_ Federal Credit Union hereby approves its merger with \_\_\_\_\_ Credit Union under the terms of which \_\_\_\_\_ Credit Union will be the surviving corporation; and

BE IT FURTHER RESOLVED that the effective date of the merger is the date that the records of the credit unions are combined, after receiving final approval by the Credit Union Commissioner; and

BE IT FURTHER RESOLVED that upon the effective date of the merger, all property, property rights, and interests of the merged credit union shall vest in the surviving credit union without deed, endorsement, or other instrument of transfer, and all debts, obligations, and liabilities of the merged credit union will be assumed by the surviving credit union under whose charter the merger is effected; and

BE IT FURTHER RESOLVED that the Articles of Incorporation of the surviving credit union will remain in effect unchanged.

BE IT FURTHER RESOLVED that the Plan of Merger was submitted to the members of \_\_\_\_\_ Federal Credit Union.

### CERTIFICATION

We, the undersigned Chairperson and Secretary of \_\_\_\_\_ Federal Credit Union, hereby certify to the Texas Credit Union Department that the foregoing is a full, true, and correct copy of a resolution adopted by the Board of Directors of the credit union at a meeting duly called and in accordance with the bylaws of the credit union on \_\_\_\_\_, 20\_\_\_\_; at which a quorum was present and voted and that said resolution is duly recorded in the minutes of said meeting and has not been modified, amended, rescinded or repealed and is still in force and effect.

\_\_\_\_\_  
Chairperson

\_\_\_\_\_  
Date

\_\_\_\_\_  
Secretary

\_\_\_\_\_  
Date



## TEXAS CREDIT UNION DEPARTMENT

### MERGER RESOLUTION

BE IT RESOLVED that the Board of Directors of \_\_\_\_\_ Credit Union hereby approves its merger with \_\_\_\_\_ Federal Credit Union under the terms of which \_\_\_\_\_ Credit Union will be the surviving corporation; and

BE IT FURTHER RESOLVED that the effective date of the merger is the date that the records of the credit unions are combined, after receiving final approval by the Credit Union Commissioner; and

BE IT FURTHER RESOLVED that upon the effective date of the merger, all property, property rights, and interests of the merged credit union shall vest in the surviving credit union without deed, endorsement, or other instrument of transfer, and all debts, obligations, and liabilities of the merged credit union will be assumed by the surviving credit union under whose charter the merger is effected; and

BE IT FURTHER RESOLVED that the Articles of Incorporation of the surviving credit union will remain in effect unchanged.

BE IT FURTHER RESOLVED that the Plan of Merger was submitted to the members of \_\_\_\_\_ Federal Credit Union.

### CERTIFICATION

We, the undersigned Chairperson and Secretary of \_\_\_\_\_ Credit Union, hereby certify to the Texas Credit Union Department that the foregoing is a full, true, and correct copy of a resolution adopted by the Board of Directors of the credit union at a meeting duly called and in accordance with the bylaws of the credit union on \_\_\_\_\_, 20\_\_\_\_; at which a quorum was present and voted and that said resolution is duly recorded in the minutes of said meeting and has not been modified, amended, rescinded or repealed and is still in force and effect.

\_\_\_\_\_  
Chairperson

\_\_\_\_\_  
Date

\_\_\_\_\_  
Secretary

\_\_\_\_\_  
Date