



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 _____
_____ 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 _____
Credit Union would be merged into _____ Federal 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 _____ Credit Union would be merged into
_____ Federal Credit Union. The vote was _____ directors in favor
of the merger and _____ directors against the merger.

_____ Federal 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 _____ by _____
Chairman Chairman

Secretary Secretary

State of Texas §
County of §

This instrument was acknowledged before me on _____, 20____, by _____ as Chairman and _____ as Secretary of _____ Credit Union.

Notary Public, State of Texas

State of Texas §
County of §

This instrument was acknowledged before me on _____, 20____, by _____ as Chairman and _____ as Secretary of _____ Federal Credit Union.

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 will request that the Credit
Union Commissioner waive the requirement that the Plan of Merger be approved by the members
of _____ 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 _____ Credit Union hereby approves its merger with _____ Federal Credit Union under the terms of which _____ Federal 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 approved 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 unchanged.

BE IT FURTHER RESOLVED that the board of directors of _____ Credit Union will request that the Credit Union Commissioner waive the requirement that the Plan of Merger be approved by the members.

CERTIFICATION

We, the undersigned Board Presiding Officer and Secretary of the _____ 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 said credit union at a meeting duly called and held in accordance with the bylaws of said credit union on _____, 20____; at which a quorum was present and voted and resolution is duly recorded in the minutes of the meeting and has not been modified, amended, rescinded or repealed and is still in full force and effect.

Board Presiding Officer

Date

Secretary

Date



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 _____ Federal 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 board of directors of _____ Credit Union will request that the Credit Union Commissioner waive the requirement that the Plan of Merger be approved by the members.

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