



## 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.

The members of \_\_\_\_\_ 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.

On the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, the Board of Directors of \_\_\_\_\_ Federal Credit Union met 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



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

\_\_\_\_\_ Credit Union, whose address is \_\_\_\_\_  
\_\_\_\_\_ and \_\_\_\_\_ Federal  
Credit Union whose address is \_\_\_\_\_ propose to merge  
in accordance with the Texas Finance Code, Title 3, 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 Plan of Merger was approved by the members of \_\_\_\_\_ Credit Union.
7. The signatures affixed hereto constitute a majority of the board of directors of each 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 \_\_\_\_\_ 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 unchanged; and

BE IT FURTHER RESOLVED that the plan of merger be submitted to the members of the \_\_\_\_\_ Credit Union at a meeting called for that purpose in accordance with the Texas Finance Code, Title 3, Subtitle D, Chapter 122, Subchapter D, Section 122.152.

### 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