



TEXAS CREDIT UNION DEPARTMENT

CERTIFICATE OF MERGER

The undersigned Chairpersons and Secretaries of _____
Credit Union and _____ 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 _____ Credit Union under
the terms of which _____ 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
_____ 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 _____ Credit Union. The vote was ____ directors in
favor of the merger and ____ directors against the merger.

_____ Credit Union is the surviving corporation.



TEXAS CREDIT UNION DEPARTMENT
PLAN OF MERGER

_____ Credit Union, whose address is _____
and _____ 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 board of directors of _____ Credit Union has requested that the Credit Union Commissioner waive the requirement that the Plan of Merger be 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	_____ Credit Union
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 _____ 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 unchanged; and

BE IT FURTHER RESOLVED that the boards of directors of both credit unions will request that the Credit Union Commissioner waive the requirement that the Plan of Merger be approved by the members of both credit unions.

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



TEXAS CREDIT UNION DEPARTMENT

MERGER RESOLUTION

BE IT RESOLVED that the Board of Directors of _____ 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 unchanged; and

BE IT FURTHER RESOLVED that the boards of directors of both credit unions will request that the Credit Union Commissioner waive the requirement that the Plan of Merger be approved by the members of both credit unions.

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