



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.

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.

_____ Credit Union is the surviving corporation.



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 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 _____ 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

