

765023

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

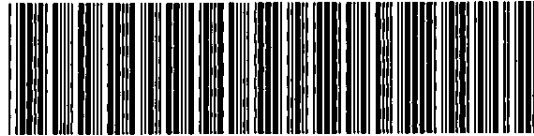
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500209671755

113.75

07/11/11--01001--014 **148.75

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2011 JUL -8 PM 1:24
NOT REFILED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

FILED
11 JUL -8 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUSLEY & McMULLEN

ATTORNEYS AND COUNSELORS AT LAW

123 SOUTH CALHOUN STREET
P.O. BOX 391 (ZIP 32302)
TALLAHASSEE, FLORIDA 32301
(850) 224-9115 FAX (850) 222-7560

July 8, 2011

Secretary of State's Office
Division of Corporations
2661 Executive Center Circle West
Tallahassee, Florida 32301

RE: Florida Credit Union Foundation, Inc.
Document Number: 765023

Dear Sir or Madam:

Enclosed for filing are Articles of Merger for Florida Credit Union Foundation, Inc. (original and one copy). Enclosed is our check for \$148.75 (\$35 x 3 merging entities; \$35 x 1 surviving entity, and \$8.75 certified fee charge). Please call Chris Vause at 425-5446 when the certified copy is ready to be picked-up.

Thank you for your assistance.

Sincerely,



Chris Vause
Secretary to Robert A. Pierce

/cv
Enclosures

u:\adm\sec of state - merge fl cu.doc

ARTICLES OF MERGER

Pursuant to Section 617.1105, Florida Statutes, **FLORIDA CREDIT UNION FOUNDATION, INC.**, a Florida not-for-profit corporation ("**FL Foundation**"), **ALABAMA CREDIT UNION LEAGUE EDUCATIONAL FOUNDATION**, an Alabama not-for-profit corporation ("**AL Foundation**"), and **CU CHARITABLE FOUNDATION, INC.**, an Alabama not-for-profit corporation ("**CU**"), adopt the following Articles of Merger for the purposes of merging **AL Foundation** and **CU** into **FL Foundation**, the latter of which is to survive the merger.

ARTICLE I.

The exact name, street address of its principal office, jurisdiction, and entity type of each merging party are:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
FLORIDA CREDIT UNION FOUNDATION, INC. 3773 Commonwealth Blvd. Tallahassee, FL 32303	Florida	Corporation
ALABAMA CREDIT UNION LEAGUE EDUCATIONAL FOUNDATION 22 Inverness Center, Suite 200 Birmingham, AL 35243	Alabama	Corporation
CU CHARITABLE FOUNDATION, INC., 22 Inverness Center, Suite 200 Birmingham, AL 35243	Alabama	Corporation

FILED
11 JUL -8 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II.

The exact name, street address of its principal office, jurisdiction, and entity type of the surviving entity are:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
FLORIDA CREDIT UNION FOUNDATION, INC.	Florida	Corporation
3773 Commonwealth Blvd. Tallahassee, FL 32303		

ARTICLE III.

The attached Plan of Merger meets the requirements of Section 617.1105, F.S., and was approved by each of the entities that is a party to the merger in accordance with Section 617.1103, Florida Statutes. There are no members to vote on the Plan of Merger.

ARTICLE IV.

The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

ARTICLE V.

The Plan of Merger was adopted by the Board of Directors of the surviving corporation on July 8, 2011.


ARTICLE VI.

The Plan of Merger was adopted by the Board of Directors of the merging corporations on July 8, 2011.


ARTICLE VII.

The Articles of Merger comply with and were executed in accordance with the laws of Florida.


**ALABAMA CREDIT UNION LEAGUE
EDUCATIONAL FOUNDATION**

By: 
Joe McGee
Chairman

**FLORIDA CREDIT UNION
FOUNDATION, INC.**

By: 
Mary Ott Wood
Chairman

CU CHARITABLE FOUNDATION, INC.

By: 
Joe McGee
Chairman

h:\clerk\robbie boone\bob pierce\southeastern credit union\final documents\email 05-23-11\articles of merger fl.doc

PLAN OF MERGER

The following PLAN OF MERGER (**Plan of Merger**), by and among **FLORIDA CREDIT UNION FOUNDATION, INC.**, a Florida not-for-profit corporation, **ALABAMA CREDIT UNION LEAGUE EDUCATIONAL FOUNDATION**, an Alabama not-for-profit corporation, and **CU CHARITABLE FOUNDATION, INC.**, an Alabama not-for-profit corporation was adopted and approved by each party to the merger in accordance with Section 10A-1-8.02, Alabama Code and Section 617.1101, Florida Statutes, and is being submitted in accordance with Section 617.01201, Florida Statutes, and Section 10A-1-4.02 Alabama Code.

1. The name and jurisdiction of the surviving corporation is:

<u>Name</u>	<u>Jurisdiction</u>
FLORIDA CREDIT UNION FOUNDATION, INC.	Florida

2. The name and jurisdiction of each merging corporation is:

<u>Name</u>	<u>Jurisdiction</u>
ALABAMA CREDIT UNION LEAGUE EDUCATIONAL FOUNDATION	Alabama
CU CHARITABLE FOUNDATION, INC.	Alabama

3. The separate existence and organization of **ALABAMA CREDIT UNION LEAGUE EDUCATIONAL FOUNDATION** and **CU CHARITABLE FOUNDATION, INC.** shall cease upon the Effective Date, and thereafter **FLORIDA CREDIT UNION FOUNDATION, INC.** shall continue as the surviving party and shall be governed by the laws of the State of Florida.
4. The existence of **FLORIDA CREDIT UNION FOUNDATION, INC.** with all its purposes, powers, and objects shall continue unaffected and unimpaired by the Merger; and the surviving corporation, **FLORIDA CREDIT UNION FOUNDATION, INC.**, shall succeed to all the rights, privileges, immunities, franchises, property, debts, choses in action, liabilities, and obligations, of a public as well as of a private nature, of **ALABAMA CREDIT UNION LEAGUE EDUCATIONAL FOUNDATION** and **CU CHARITABLE FOUNDATION, INC.**
5. The Articles of Incorporation of the surviving corporation shall continue to be its Articles of Incorporation following the Effective Date.
6. The Bylaws of the surviving corporation shall continue to be its Bylaws following the Effective Date.

7. The directors and officers of the surviving corporation on the Effective Date shall continue as directors and officers of the surviving corporation for the full unexpired terms of their offices and until their successors have been elected or appointed.
8. If, at any time after the Effective Date, the Directors of **FLORIDA CREDIT UNION FOUNDATION, INC.** shall determine that any further deeds, bills of sale, assignments, or assurances of law or any other things are necessary or desirable to vest, perfect, or confirm, of record or otherwise, in **FLORIDA CREDIT UNION FOUNDATION, INC.** the right, title, or interest in any property or right of **ALABAMA CREDIT UNION LEAGUE EDUCATIONAL FOUNDATION** or **CU CHARITABLE FOUNDATION, INC.**, acquired or to be acquired by reason of, as a result of, or in connection with the Merger, the Directors of **ALABAMA CREDIT UNION LEAGUE EDUCATIONAL FOUNDATION** and **CU CHARITABLE FOUNDATION, INC.** and **FLORIDA CREDIT UNION FOUNDATION, INC.** shall execute and deliver all such proper deeds, bills of sale, assignments, and assurances of law and do any and all things necessary or proper to vest, perfect, or confirm the right, title, or interest in such property and rights in **FLORIDA CREDIT UNION FOUNDATION, INC.** and otherwise carry out the purposes of this Plan of Merger.
9. This Agreement and the transactions contemplated herein may be terminated at any time prior to the Effective Date of the merger.

**ALABAMA CREDIT UNION LEAGUE
EDUCATIONAL FOUNDATION**

By: _____

Joe McGee
Chairman

**FLORIDA CREDIT UNION
FOUNDATION, INC.**

By: _____

Mary Ott Wood
Chairman

CU CHARITABLE FOUNDATION, INC.

By: _____

Joe McGee
Chairman

h:\clerk\robbie boone\bob pierce\southeastern credit union\final documents\email 05-23-11\plan of merger 2011.doc