

F18000005799

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

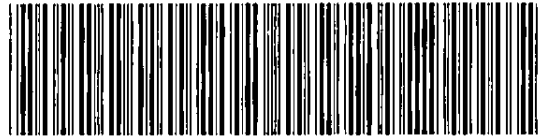
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

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2025 JUN 25 AM 10:38

RECEIVED

6/25/2025

COVER LETTER

TO: Amendment Section Division of Corporations

SUBJECT: Pedcor Housing Corporation
Name of Corporation

DOCUMENT NUMBER: F18000005799

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Troy Buchanan

Name of Contact Person

Pedcor Companies

Firm/Company

770 3rd Avenue SW

Address

Carmel, IN 46032

City/State and Zip Code

abshaffer@pedcor.net

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Troy Buchanan

Name of Contact Person

at (317)

208-3758

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy

☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

☆Pedcor Companies

June 5, 2025

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Dear Members of the Florida Department of State:

Please accept the enclosed documents delivered to your offices relating to both (1) Pedcor Homes Corporation and (2) Pedcor Housing Corporation. These entities both need to be amended to change their jurisdictions to the state of Indiana.

I have included the additional information, per your letter which is also attached, that was requested, showing the entities converted from the State of California to the State of Indiana.

I hope the attached gives sufficient information to complete the filing. Please do not hesitate to call me at (317) 208-3758 or email me at tbuchanan@pedcor.net if you would like to discuss further or have any questions. Please deliver any corresponding information to my attention at 770 3rd Avenue SW, Carmel, Indiana 46032. Thank you.

Sincerely,



Troy Buchanan

☆Pedcor Companies

April 1, 2025

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Dear Members of the Florida Department of State:

Please accept the enclosed documents delivered to your offices relating to both (1) Pedcor Homes Corporation and (2) Pedcor Housing Corporation. These entities both need to be amended to change their jurisdictions to the state of Indiana.

I hope the attached gives sufficient information to complete the filing. Please do not hesitate to call me at (317) 208-3758 or email me at tbuchanan@pedcor.net if you would like to discuss further or have any questions. Please deliver any corresponding information to my attention at 770 3rd Avenue SW, Carmel, Indiana 46032. Thank you.

Sincerely,



Troy Buchanan



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 11, 2025

TROY BUCHANAN
770 3RD AVENUE SW
CARMEL, IN 46032

SUBJECT: PEDCOR HOUSING CORPORATION
Ref. Number: F18000005799

We have received your document for PEDCOR HOUSING CORPORATION and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Claretha Golden
Regulatory Specialist II

Letter Number: 825A00012677



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 16, 2025

TROY BUCHANAN
770 3RD AVENUE SW
CARMEL, IN 46032

SUBJECT: PEDCOR HOUSING CORPORATION
Ref. Number: F18000005799

We have received your document for PEDCOR HOUSING CORPORATION and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

The certificate of existence or certificate of good standing must show that the entity converted from the State of California to the State of Indiana.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Claretha Golden
Regulatory Specialist II

Letter Number: 125A00010711

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F18000005799

(Document number of corporation (if known))

2025 JUN 25 AM 10:38

1. Pedcor Housing Corporation
(Name of corporation as it appears on the records of the Department of State)
2. California 3. 12/11/2018
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? _____
5. _____
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Indiana
(New jurisdiction)

8. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent _____

(Florida street address)

New Registered Office Address: _____, Florida
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

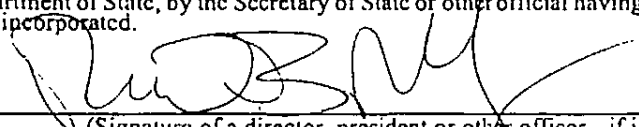
I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	☐ Add
_____	_____	_____	☐ Remove
_____	_____	_____	☐ Add
_____	_____	_____	☐ Remove
_____	_____	_____	☐ Add
_____	_____	_____	☐ Remove
_____	_____	_____	☐ Add
_____	_____	_____	☐ Remove
_____	_____	_____	☐ Add
_____	_____	_____	☐ Remove

10. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.



(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Richard B McCool

(Typed or printed name of person signing)

SVP

(Title of person signing)

FILING FEE \$35.00

State of Indiana
Office of the Secretary of State

CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greeting:

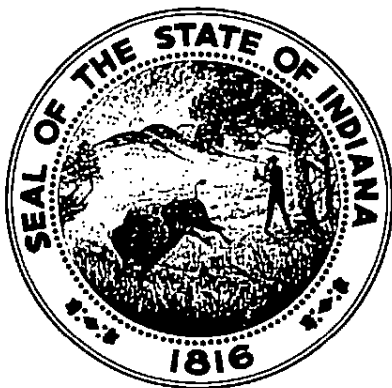
I, DIEGO MORALES, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

I further certify that records of this office disclose that

PEDCOR HOUSING CORPORATION

duly filed the requisite documents to commence business activities under the laws of the State of Indiana on February 14, 2022, and was in existence or authorized to transact business in the State of Indiana on March 31, 2025.

I further certify this Domestic For-Profit Corporation has filed its most recent report required by Indiana law with the Secretary of State, or is not yet required to file such report, and that no notice of withdrawal, dissolution, or expiration has been filed or taken place. All fees, taxes, interest, and penalties owed to Indiana by the domestic or foreign entity and collected by the Secretary of State have been paid.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, March 31, 2025

Diego Morales

DIEGO MORALES
SECRETARY OF STATE

202202141565660 / 20254323922

All certificates should be validated here: <https://bsd.sos.in.gov/ValidateCertificate>

Expires on April 30, 2025.

**State of Indiana
Office of the Secretary of State**

**CERTIFICATE OF MERGER
of
PEDCOR HOUSING CORPORATION**

I, HOLLI SULLIVAN, Secretary of State, hereby certify that an Articles of Merger of the above Domestic For-Profit Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Code.

The following non-surviving entity(s):

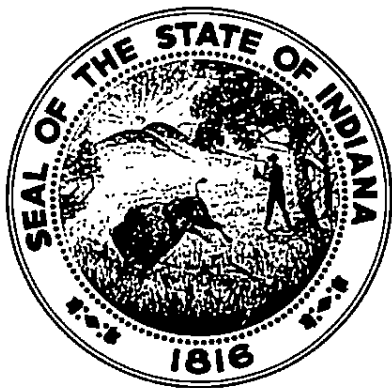
PEDCOR HOUSING CORPORATION

a(n) Foreign For-Profit Corporation

merged with and into the surviving entity(s):

PEDCOR HOUSING CORPORATION

NOW, THEREFORE, with this document I certify that said transaction will become effective Tuesday, February 15, 2022.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, February 16, 2022

HOLLI SULLIVAN
SECRETARY OF STATE

202202141565660 /9318927

To ensure the certificate's validity, go to <https://bsd.sos.in.gov/PublicBusinessSearch>

APPROVED AND FILED
HOLLI SULLIVAN
INDIANA SECRETARY OF STATE
02/15/2022 08:11 AM

ARTICLES OF INCORPORATION

Formed pursuant to the provisions of the Indiana Code.

ARTICLE I - NAME AND PRINCIPAL OFFICE ADDRESS

BUSINESS ID 202202141565660
BUSINESS TYPE Domestic For-Profit Corporation
BUSINESS NAME PEDCOR HOUSING CORPORATION
PRINCIPAL OFFICE ADDRESS 18 NW Fourth Street, Evansville, IN, 47708, USA

ARTICLE II - REGISTERED OFFICE AND ADDRESS

REGISTERED AGENT TYPE Individual
NAME Donald R. Neel
ADDRESS 18 NW Fourth Street, Evansville, IN, 47708, USA
SERVICE OF PROCESS EMAIL

ARTICLE III - PERIOD OF DURATION AND EFFECTIVE DATE

PERIOD OF DURATION Perpetual
EFFECTIVE DATE 02/14/2022
EFFECTIVE TIME 12:01AM

ARTICLE IV - GOVERNING PERSON INFORMATION

TITLE CEO
NAME Bruce Cordingley
ADDRESS 770 3rd Avenue SW, Carmel, IN, 46032, USA

ARTICLE V - INCORPORATOR(S)

NAME Carrie Hill
ADDRESS 201 North Illinois Street, Suite 1400, Indianapolis, IN, 46204, USA

APPROVED AND FILED
HOLLI SULLIVAN
INDIANA SECRETARY OF STATE
02/15/2022 08:11 AM

ARTICLE VI - GENERAL INFORMATION

AUTHORIZED SHARES 1000

SIGNATURE

THE SIGNATOR(S) REPRESENTS THAT THE REGISTERED AGENT NAMED IN THE APPLICATION HAS CONSENTED TO THE APPOINTMENT OF REGISTERED AGENT.

THE UNDERSIGNED, DESIRING TO FORM A CORPORATION PURSUANT TO THE PROVISIONS OF THE INDIANA BUSINESS CORPORATION LAW AS AMENDED, EXECUTES THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, THE UNDERSIGNED HEREBY VERIFIES, SUBJECT TO THE PENALTIES OF PERJURY, THAT THE STATEMENTS CONTAINED HEREIN ARE TRUE, THIS DAY February 14, 2022.

THE UNDERSIGNED ACKNOWLEDGES THAT A PERSON COMMITS A CLASS A MISDEMEANOR BY SIGNING A DOCUMENT THAT THE PERSON KNOWS IS FALSE IN A MATERIAL RESPECT WITH THE INTENT THAT THE DOCUMENT BE DELIVERED TO THE SECRETARY OF STATE FOR FILING.

SIGNATURE Carrie Hill
TITLE Incorporator

Business ID : 202202141565660
Filing No : 9316928

ARTICLES OF MERGER
OF
PEDCOR HOUSING CORPORATION
(a California corporation)
WITH AND INTO
PEDCOR HOUSING CORPORATION
(an Indiana corporation)

In accordance with the requirements of the Indiana Business Corporation Law, as amended (the "Act"), and the California Corporations Code, as amended (the "Code"), the Surviving Corporation (as defined below), and the Merging Corporation (as defined below), desiring to effect a merger, set forth the following facts:

ARTICLE I

SURVIVING CORPORATION

Section 1. The corporation surviving the merger is Pedcor Housing Corporation, an Indiana corporation (the "**Surviving Corporation**"), a wholly-owned subsidiary of United Fidelity Bank, fsb, a federal savings association organized under the laws of the United States ("**UFB**"). The Surviving Corporation's name has not been changed as a result of the merger and will remain "Pedcor Housing Corporation."

Section 2. The Surviving Corporation was incorporated under the laws of the State of Indiana on February 14, 2022 and exists pursuant to the provisions of the Act.

ARTICLE II

MERGING CORPORATION

Section 1. The corporation that shall not survive the merger is Pedcor Housing Corporation, a California corporation (the "**Merging Corporation**"), a wholly-owned subsidiary of UFB.

Section 2. The Merging Corporation was incorporated under the laws of the State of California on October 7, 1996 and exists pursuant to the provisions of the Code.

ARTICLE III

MANNER OF ADOPTION AND VOTE

Section 1. Action by Surviving Corporation

A. Action by Directors. The agreement and plan of merger was adopted and approved by the Board of Directors of the Surviving Corporation by unanimous written consent effective February 14, 2022 in accordance with the Act.

B. Action by Shareholders. The agreement and plan of merger was adopted and approved by the

sole shareholder of the Surviving Corporation by unanimous written consent effective February 14, 2022. The designation, number of outstanding shares, number of votes entitled to be cast, number of votes represented at the meeting, and number of shares voted in favor or against or having abstained is set forth below:

<u>Designation of Voting Group</u>	<u>Common Stock</u>
Number of Outstanding Shares	1,000
Number of Votes Entitled to be Cast	1,000
Number of Votes Represented at the Meeting	1,000
Shares Voted in Favor	1,000
Shares Voted Against	0
Shares Abstained	0

The number of votes cast for approval of the agreement and plan of merger by the shareholders of the Surviving Corporation was sufficient for approval thereof.

Section 2. Action by Merging Corporation

A. Action by Directors. The agreement and plan of merger was adopted and approved by the Board of Directors of the Merging Corporation by unanimous written consent effective February 14, 2022 in accordance with the Code.

B. Action by Shareholders. The agreement and plan of merger was adopted and approved by the sole shareholder of the Merging Corporation by unanimous written consent effective February 14, 2022. The designation, number of outstanding shares, number of votes entitled to be cast, number of votes represented at the meeting, and number of shares voted in favor or against or having abstained is set forth below:

<u>Designation of Voting Group</u>	<u>Common Stock</u>
Number of Outstanding Shares	1,000
Number of Votes Entitled to be Cast	1,000
Number of Votes Represented at the Meeting	1,000
Shares Voted in Favor	1,000
Shares Voted Against	0
Shares Abstained	0

The number of votes cast for approval of the agreement and plan of merger by the shareholders of the Merging Corporation was sufficient for approval thereof.

ARTICLE IV

REGISTERED AGENT INFORMATION

Section 1. Registered Agent. The registered agent for the Surviving Corporation is a commercial registered agent. The name and address of the registered agent is Donald R. Neel, 18 NE Fourth Street, Evansville, IN 47708. The e-mail address of the registered agent at which the registered agent will accept electronic service of process is dneel@unitedfidelity.com.

Section 2. Appointment. The undersigned signatories represent that the registered agent named in these Articles of Merger has consented to the appointment of registered agent.

ARTICLE VI

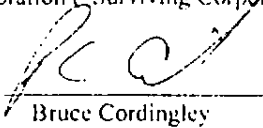
EFFECTIVE DATE AND TIME

The effective date and time of the merger hereby effectuated shall be 11:59 p.m., Eastern Time, on February 15, 2022.

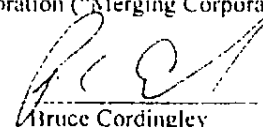
[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned being the President and Chief Executive Officer of the Surviving Corporation and the President and Chief Executive Officer of the Merging Corporation, respectively, acting for and on behalf of such corporations, hereby execute these Articles of Merger and verify, subject to the penalties of perjury, that the statements contained herein are true this 15th day of February, 2022.

PEDCOR HOUSING CORPORATION, an Indiana corporation ("Surviving Corporation")

By: 
Bruce Cordingley
President and Chief Executive Officer

PEDCOR HOUSING CORPORATION, a California corporation ("Merging Corporation")

By: 
Bruce Cordingley
President and Chief Executive Officer

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