

J00123

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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MAIL

(Business Entity Name)

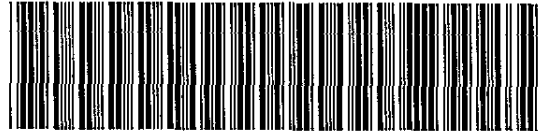
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Certified Copies _____ Certificates of Status _____

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at time of
merge (c)*



500009151525

FILED

02 DEC 23 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

02 DEC 23 PM 1:01

DIVISION OF REGISTRATION

EFFECTIVE DATE
12/31/02

*12/26/02
merge
SP*

ARTICLES OF MERGER
Merger Sheet

MERGING:

CREDIT BUREAU OF TALLAHASSEE, INC., J00123
AND 18 NONQUALIFIED CORPORATIONS

INTO

THE CREDIT BUREAU, INC., a Pennsylvania entity not qualified in Florida.

File date: December 23, 2002, effective December 31, 2002

Corporate Specialist: Susan Payne

Account number: 072100000032

Amount charged: 700.00



ACCOUNT NO. : 072100000032

REFERENCE : 862117 4325838

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 700.00

ORDER DATE : December 18, 2002

ORDER TIME : 12:35 PM

ORDER NO. : 862117-020

CUSTOMER NO: 4325838

CUSTOMER: Stephanie Ludwig
Vorys Sater Seymour & Pease
52 East Gay Street
P.O. Box 1008
Columbus, OH 43215

ARTICLES OF MERGER

CREDIT BUREAU OF TALLAHASSEE,
INC.

INTO

THE CREDIT BUREAU, INC.

File 2
1st

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Susie Knight

EXAMINER'S INITIALS: _____

FILED

02 DEC 23 PM 2: 08

ARTICLES OF MERGER

(Profit Corporations)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, F.S.

EFFECTIVE DATE
12/24/02

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
The Credit Bureau, Inc.	Pennsylvania	

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
See attached Exhibit A		

Third: The Plan of Merger is attached. (*Exhibit C*)

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

OR 12 / 31 / 02 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on December 16, 2002.

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on December 16, 2002.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

Name of Corporation[illegible][illegible]

EXHIBIT A

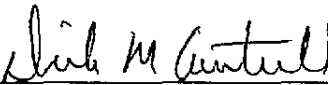
MERGING CORPORATIONS

<u>CORPORATION</u>	<u>STATE OF ORGANIZATION</u>	<u>STATE REGISTRY #</u>
CREDIT BUREAU OF SOUTH BEND, INC.	INDIANA	194061-094
CREDIT BUREAU SERVICES OF NEW HAMPSHIRE, INC.	KENTUCKY	0453470
	NEW HAMPSHIRE	026717
	MASSACHUSETTS	020162000
	MAINE	19970134F
CREDIT BUREAU SERVICES OF VERMONT, INC.	VERMONT	V-06497-0
CREDIT BUREAU OF GREATER LANSING, INC.	MICHIGAN	033045
CREDIT BUREAU OF TALLAHASSEE, INC.	FLORIDA	J00123
WEST VIRGINIA CREDIT BUREAU REPORTING SERVICES, INC.	WEST VIRGINIA	Unknown
	MARYLAND	F06212500
CBSF, INC.	SOUTH DAKOTA	DB027579
	MINNESOTA	70052
CBC CREDIT SERVICES OF NORTH DAKOTA, INC.	NORTH DAKOTA	2229700
	MINNESOTA	174836
MAINE CREDIT BUREAU, INC.	MAINE	19893088D
ALBANY CREDIT BUREAU, INC.	NEW YORK	Unknown
CREDIT BUREAU SERVICES OF MISSOURI, INC.	MISSOURI	00364933
	ARIZONA	100107960
CREDIT BUREAU SERVICES OF OKLAHOMA, INC.	OKLAHOMA	DB00515312
CBC CREDIT BUREAU SERVICES OF GEORGIA, INC.	GEORGIA	K221264
CREDIT BUREAU SERVICES OF ALASKA, INC.	ALASKA	56899
CBST, INC.	CALIFORNIA	C1950697
	OREGON	535380-89
CREDIT BUREAU OF TEXAS, INC.	TEXAS	0137393100
	KENTUCKY	0500386
	GEORGIA	0043822
FIRST CBC COMPANY, INC.	SOUTH DAKOTA	DB043658
SECOND CBC COMPANY, INC.	SOUTH DAKOTA	DB043659
THIRD CBC COMPANY, INC.	OREGON	788591-89
THE CREDIT BUREAU, INC.	PENNSYLVANIA	741409
	ARIZONA	F-0980319-4
	CALIFORNIA	C2336050
	GEORGIA	0109579
	MARYLAND	F05950498
	NEW JERSEY	100784054

EXHIBIT B

SIGNATURES FOR EACH CORPORATION

CREDIT BUREAU OF SOUTH BEND, INC.
CREDIT BUREAU SERVICES OF NEW HAMPSHIRE, INC.
CREDIT BUREAU SERVICES OF VERMONT, INC.
CREDIT BUREAU OF GREATER LANSING, INC.
CREDIT BUREAU OF TALLAHASSEE, INC.
WEST VIRGINIA CREDIT BUREAU REPORTING SERVICES, INC.
CBSF, INC.
CBC CREDIT SERVICES OF NORTH DAKOTA, INC.
MAINE CREDIT BUREAU, INC.
ALBANY CREDIT BUREAU, INC.
CREDIT BUREAU SERVICES OF MISSOURI, INC.
CREDIT BUREAU SERVICES OF OKLAHOMA, INC.
CBC CREDIT BUREAU SERVICES OF GEORGIA, INC.
CREDIT BUREAU SERVICES OF ALASKA, INC.
CBST, INC.
CREDIT BUREAU OF TEXAS, INC.
FIRST CBC COMPANY, INC.
SECOND CBC COMPANY, INC.
THIRD CBC COMPANY, INC.

By: 
Dirk M. Cantrell, Secretary of all of the foregoing corporations

THE CREDIT BUREAU, INC.


By: 
Dirk M. Cantrell, Secretary

EXHIBIT C

PLAN AND AGREEMENT OF MERGER

By and among

**CREDIT BUREAU OF SOUTH BEND, INC.,
CREDIT BUREAU SERVICES OF NEW HAMPSHIRE, INC.,
CREDIT BUREAU SERVICES OF VERMONT, INC.,
CREDIT BUREAU OF GREATER LANSING, INC.,
CREDIT BUREAU OF TALLAHASSEE, INC.,
WEST VIRGINIA CREDIT BUREAU REPORTING SERVICES, INC.,
CBSF, INC.,
CBC CREDIT SERVICES OF NORTH DAKOTA, INC.,
MAINE CREDIT BUREAU, INC.,
ALBANY CREDIT BUREAU, INC.,
CREDIT BUREAU SERVICES OF MISSOURI, INC.,
CBC CREDIT BUREAU SERVICES OF GEORGIA, INC.,
CREDIT BUREAU SERVICES OF OKLAHOMA, INC.,
CREDIT BUREAU SERVICES OF TEXAS, INC.,
CBST, INC.,
CREDIT BUREAU SERVICES OF ALASKA, INC.,
FIRST CBC COMPANY, INC.,
SECOND CBC COMPANY, INC.,
THIRD CBC COMPANY, INC.,**

AND

THE CREDIT BUREAU, INC.

FIRST: Each of the merging corporations described above and on Exhibit A hereto (the "Merging Corporations") shall be merged (the "Mergers") with and into The Credit Bureau, Inc., a corporation organized under the laws of the State of Pennsylvania (the "Surviving Corporation"). The Surviving Corporation shall be the survivor of each of the Mergers. Each of the Mergers shall take place on December 31, 2002, at 11:59 p.m. eastern time or, if it is not possible to effectuate any one or more of the Mergers on December 31, 2002, any such Merger(s) shall take place when all applicable merger documents associated with such Merger(s) are accepted and approved for filing with the applicable domestic governmental authority (the "Effective Date"). The delay of any Merger from taking place on the Effective Date shall not cause any of the other Mergers to be delayed. The Surviving Corporation shall assume all of the liabilities and obligations of each of the Merging Corporations. The Surviving Corporation will be responsible for the payment of all fees and franchise taxes of each of the Merging Corporations and will be obligated to pay any and all such fees and taxes when due.

SECOND: The name of the Surviving Corporation is The Credit Bureau, Inc. and the name of the Surviving Corporation will not change as a result of the Mergers.

THIRD: All of the issued and outstanding shares of the Surviving Corporation and all of the issued and outstanding shares of each Merging Corporation are wholly owned by CBC Companies, Inc., an Ohio corporation (the "Parent Company"). On the Effective Date of the Merger of a Merging Corporation, all of its issued and outstanding shares shall be extinguished and cancelled, automatically and without any further action by any person or entity.

FOURTH: The existing Certificate of Incorporation of the Surviving Corporation shall be the Certificate of Incorporation of the Surviving Corporation after each of the Mergers. No changes or amendments shall be made to the Certificate of Incorporation of the Surviving Corporation as a result of any of the Mergers.

FIFTH: The existing By-laws of the Surviving Corporation shall be the By-laws of the Surviving Corporation after each of the Mergers. No changes or amendments shall be made to the By-Laws of the Surviving Corporation as a result of any of the Mergers.

SIXTH: The directors and officers of the Surviving Corporation shall be the directors and officers of the Surviving Corporation after each of the Mergers, and such directors and officers shall serve until their successors are elected and qualified.

SEVENTH: The principal address of the Surviving Corporation is and shall continue, after each of the Mergers, to be 520 East Main Street, Carnegie, Pennsylvania 15106.

EIGHTH: All necessary approvals of (i) the sole shareholder and the board of directors of the Surviving Corporation and (ii) the sole shareholder and the board of directors of each Merging Corporation have been obtained.

NINTH: The officers of the Surviving Corporation and of each Merging Corporation have been authorized by all necessary corporate actions to do all acts and things necessary and proper to effect each of the Mergers.

TENTH: All of the assets, property, rights, privileges, leases and intellectual property of each Merging Corporation shall, as a result of its Merger, be transferred to and become the property of the Surviving Corporation. The officers and the board of directors of the Surviving Corporation and the officers and board of directors of each Merging Corporation are authorized to execute all deeds, assignments, and documents of every kind and nature which may be needed to effectuate a full and complete transfer of ownership [of its assets, property, rights, leases and intellectual property to the Surviving Corporation] and to consummate the Merger of each said Merging Corporation.

IN WITNESS WHEREOF, this Plan and Agreement of Merger has been executed on behalf of the Surviving Corporation and of each Merging Corporation by their duly authorized officer as of the 16th day of December, 2002.

CREDIT BUREAU OF SOUTH BEND, INC.

CREDIT BUREAU SERVICES OF NEW HAMPSHIRE, INC.

CREDIT BUREAU SERVICES OF VERMONT, INC.

CREDIT BUREAU OF GREATER LANSING, INC.

CREDIT BUREAU OF TALLAHASSEE, INC.

**WEST VIRGINIA CREDIT BUREAU REPORTING
SERVICES, INC.**

CBSF, INC.

CBC CREDIT SERVICES OF NORTH DAKOTA, INC.

MAINE CREDIT BUREAU, INC.

ALBANY CREDIT BUREAU, INC.

CREDIT BUREAU SERVICES OF MISSOURI, INC.

CREDIT BUREAU SERVICES OF OKLAHOMA, INC.

CBC CREDIT BUREAU SERVICES OF GEORGIA, INC.

CREDIT BUREAU SERVICES OF ALASKA, INC.

CBST, INC.

CREDIT BUREAU OF TEXAS, INC.

FIRST CBC COMPANY, INC.

SECOND CBC COMPANY, INC.

THIRD CBC COMPANY, INC.

By: Dirk M. Cantrell
Dirk M. Cantrell, Secretary of all of the foregoing corporations

THE CREDIT BUREAU, INC.

By: Dirk M. Cantrell
Dirk M. Cantrell, Secretary

EXHIBIT A

MERGING CORPORATIONS

CORPORATION

**STATE OF
INCORPORATION**

CREDIT BUREAU OF SOUTH BEND, INC.
CREDIT BUREAU SERVICES OF NEW HAMPSHIRE, INC.
CREDIT BUREAU SERVICES OF VERMONT, INC.
CREDIT BUREAU OF GREATER LANSING, INC.
MICHIGAN
CREDIT BUREAU OF TALLAHASSEE, INC.
WEST VIRGINIA CREDIT BUREAU REPORTING
SERVICES, INC.
CBSF, INC.
CBC CREDIT SERVICES OF NORTH DAKOTA, INC.
MAINE CREDIT BUREAU, INC.
ALBANY CREDIT BUREAU, INC.
CREDIT BUREAU SERVICES OF MISSOURI, INC.
CREDIT BUREAU SERVICES OF OKLAHOMA, INC.
CBC CREDIT BUREAU SERVICES OF GEORGIA, INC.
CREDIT BUREAU SERVICES OF ALASKA, INC.
CBST, INC.
CREDIT BUREAU OF TEXAS, INC.
FIRST CBC COMPANY, INC.
SECOND CBC COMPANY, INC.
THIRD CBC COMPANY, INC.

INDIANA
NEW HAMPSHIRE
VERMONT

FLORIDA
WEST VIRGINIA

SOUTH DAKOTA
NORTH DAKOTA
MAINE
NEW YORK
MISSOURI
OKLAHOMA
GEORGIA
ALASKA
CALIFORNIA
TEXAS
SOUTH DAKOTA
SOUTH DAKOTA
OREGON