

L000000011713

Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

DATE: 11/1

800003447638--4
-11/02/00--01024--014
****11.25****11.254
800003447638--4
-11/01/00--01032--016
****78.75****78.75

Corporation(s) Name

Hanco Mortgage Company LLC
Merging into
Home Alliance Mortgage Company

☐ Profit
☐ Nonprofit

☐ Amendment

☒ Merger

☐ Foreign
☐ LLC

☐ Dissolution
☐ Withdrawal

☐ Mark

☐ Limited Partnership
☐ Reinstatement
☐ UCC ☐ 1 or ☐ 3

☐ UBR
☐ Fictitious Name

☐ Other
☐ Ch. RA

***Special Instructions**

☒ Certified Copy

☐ Photocopies

☐ CUS

☒ Mergers/amends/mergers ☐ Other-See Above

☒ (XXX) Walk in

☒ (XXX) Pick-up

☐ () Will Wait

Please Return Filed Stamped
Copies To:

Carol Clark

Thank You!

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AND
FILED

RECEIVED
00 NOV - 1 PM 2 05

00 NOV - 1 PM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JB
11-2-00



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 1, 2000

CT CORPORATION SYSTEM
CAROL CLARK

SUBJECT: HAMCO MORTGAGE COMPANY LLC
Ref. Number: L00000011713

We have received your document for HAMCO MORTGAGE COMPANY LLC and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following:

The fee to file the merger and receive a certified copy is \$90.00 (\$35.00 for the corporation, \$25.00 for the limited liability company and \$30.00 for the certified copy).

There is a balance due of \$11.25.

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) 487-6025.

Trevor Brumbley
Document Specialist

Letter Number: 400A00056913

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TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
Merger Sheet

MERGING:

HOMEALLIANCE MORTGAGE COMPANY, A Florida corporation,
P98000100674

INTO

HAMCO MORTGAGE COMPANY LLC, a Florida entity, L00000011713

File date: November 1, 2000

Corporate Specialist: Trevor Brumbley

Articles of Merger
Of
HAMCO Mortgage Company LLC L00000011713
And *Survivor*
HomeAlliance Mortgage Company P98000100674

November 1, 2000

Whereas, HAMCO Mortgage Company LLC, a Florida limited liability company, Florida document number L00000011713, (HAMCO LLC herein), is the owner of all of the issued and outstanding stock of HomeAlliance Mortgage Company, a Florida corporation, Florida document number P98000100674, (HomeAlliance herein), and

Whereas, HAMCO LLC and HomeAlliance have each approved and executed an Agreement and Plan of Merger dated October 31, 2000, (attached), which meets the requirements of sections 607.1108 and 608.438, Florida Statutes, whereby HomeAlliance shall merge with and into HAMCO LLC and

Whereas, HAMCO shall assume all of the liabilities and obligations of HomeAlliance as of the effective date of the merger,

Now Therefore, pursuant to resolutions adopted by the Board of Directors and the sole Shareholder of HomeAlliance and by the Board of Directors and the single member of HAMCO LLC, these Articles of Merger, submitted in accordance with sections 607.1109 and 608.4382, Florida Statutes, are hereby made, published and adopted:

1. HomeAlliance shall be and is hereby merged with and into HAMCO LLC and the separate existence of HomeAlliance shall hereby cease.
2. HAMCO LLC hereby assumes all of the assets, liabilities and obligations of HomeAlliance.
3. HAMCO LLC shall, on the effective date of the merger, be the survivor of the merger, and all of the issued and outstanding stock of HomeAlliance shall be cancelled.
4. HAMCO LLC as the survivor by merger hereby adopts the name HomeAlliance Mortgage Company LLC and Article One of the Articles of Organization of HAMCO LLC are hereby amended so that, as amended, said Article One shall be and read follows:

“Article One: Name

The name of the Limited Liability Company is: HomeAlliance Mortgage Company LLC

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5. The merger shall become effective November 1, 2000, or upon filing of these Articles of Merger with the Secretary of State of the State of Florida.

6. The merger is permitted under the laws of the applicable jurisdictions and is not prohibited by the Articles of Incorporation of HomeAlliance or the Articles of Organization of HAMCO LLC.

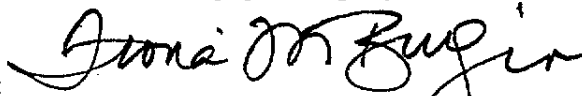
In Witness Whereof, HAMCO LLC and HomeAlliance have caused these Articles of Merger to be executed by their duly authorized officers this the 31st day of October, 2000, at Jacksonville, Florida.

Merged corporation:

HomeAlliance Mortgage Company

Attest:

By:


Fiona M. Burgin, Senior Vice President

By:



Molly O. Brito, Ass't. Secretary

Survivor by merger:

HAMCO Mortgage Company LLC

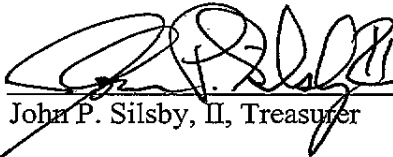
Attest:

By:



Terence G. Vane, Jr., Senior Vice President

By:



John P. Silsby, II, Treasurer

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TALLAHASSEE, FLORIDA

AGREEMENT AND PLAN OF MERGER
BY AND BETWEEN
HAMCO MORTGAGE COMPANY LLC
AND
HOMEALLIANCE MORTGAGE COMPANY

THIS AGREEMENT AND PLAN OF MERGER ("Plan of Merger") is made between HAMCO Mortgage Company LLC ("HAMCO LLC"), a Florida single member limited liability company with its principal office located in Jacksonville, Florida, and HomeAlliance Mortgage Company, a Florida corporation ("HomeAlliance"), a wholly owned subsidiary of HAMCO LLC, with its principal place of business located in Jacksonville, Florida, in order to provide for the merger ("Merger") of HomeAlliance with and into HAMCO LLC, with HAMCO LLC as the survivor.

IN CONSIDERATION of the premises and of the covenants contained in this Plan of Merger, which was adopted and approved by each party in accordance with sections 607.1107 and 608.4381, and which is being submitted in accordance with sections 607.1108 and 608.438, Florida Statutes, HAMCO LLC and HomeAlliance hereby make, adopt and approve the Plan of Merger and prescribe the terms and conditions of the Merger, along with the mode, manner and basis of carrying the Merger into effect, as follows:

Section 1. The Merger. Upon the terms and subject to the conditions hereof, and in accordance with applicable law, at the time the Merger shall become effective ("Effective Time"), HomeAlliance, the merging party, shall be merged into HAMCO LLC under the charter of HAMCO LLC. Following the Merger, HAMCO LLC shall continue as the surviving entity ("Survivor") under the name HomeAlliance Mortgage Company LLC and the separate corporate existence of HomeAlliance shall cease.

Section 2. Effective Time. The Effective Time shall be the date on which the Articles of Merger executed by HAMCO LLC and HomeAlliance and filed with the Office of the Secretary of State of the State of Florida are approved by the Secretary of State.

Section 3. The Business of Survivor. This business shall be conducted by the Survivor at the headquarters office of the Survivor located at 8120 Nations Way, Building 200, Suite 201, Jacksonville, Florida 32256, and at branch offices located at 6909 South Holly Circle, Suite 160, Englewood, Colorado 80112; 9420 Bunsen Parkway, Suite 204, Louisville, Kentucky 40220; 1755 West Big Beaver Road, Troy, Michigan 48084; 7301 Ohms Lane, Suite 425, Edina Minnesota 55439; and 404 BNA Drive, Suite 307, Nashville, Tennessee 37211.

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Section 4. Effects of the Merger. All assets as they exist at the Effective Time of the Merger shall pass to and vest in the Survivor without any conveyance or other transfer. The Survivor shall be responsible for all of the liabilities of every kind and description of each of HAMCO LLC and HomeAlliance existing as of the Effective Time.

Section 5. Consideration. At the Effective Time, all of the member ownership interest of Alliance Mortgage Company, a Florida corporation, the single member of HAMCO LLC shall remain and continue as member ownership interests in the Survivor. At the Effective Time, the outstanding shares of common stock of HomeAlliance, all of which are owned by the Survivor, shall be cancelled.

Section 6. Board of Managers. The following named persons shall serve as the board of managers of the Survivor to serve until the next annual meeting of the Survivor or until such time as their successors have been designated:

MANAGER	BUSINESS ADDRESS
Robert M. Clements	8100 Nations Way, Jacksonville, FL 32256
Stephen B. Matheson	8100 Nations Way, Jacksonville, FL 32256
Terence G. Vane, Jr.	8100 Nations Way, Jacksonville, FL 32256

Section 7. Officers and Employees of Survivor. At the Effective Time, the officers of HomeAlliance shall serve as officers of the Survivor, to serve at the pleasure of the board of managers of the Survivor until removed. All employees of HomeAlliance as of the Effective Time shall become employees of the Survivor.

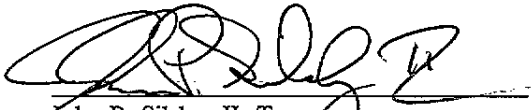
Section 8. Charter and Bylaws. Effective as of the Effective Time, the charter and bylaws of HAMCO LLC shall be the charter and bylaws of the Survivor.

Section 9. Covenant. The participants hereby covenant and agree to use all reasonable efforts to take, or cause to be taken, all action and to do, or cause to be done, all things necessary and proper or advisable under applicable laws and regulations to consummate and make effective the transactions contemplated by this Plan of Merger, including using all reasonable efforts to satisfy any necessary regulatory approvals and to thereupon file Articles of Merger.


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IN WITNESS WHEREOF, the signatures of the duly authorized officers of HAMCO LLC and HomeAlliance are subscribed and attested this 31ST day of October, 2000.

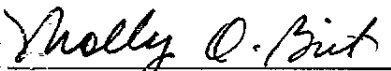
Attest:


John P. Silsby, II, Treasurer


HAMCO Mortgage Company LLC

By: 
Terence G. Vane, Jr., Senior Vice President

Attest:


Molly O. Brito, Assistant Secretary

HomeAlliance Mortgage Company

By: 
Fiona M. Burgin, Senior Vice President

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