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EXAMINER

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 JUN 15 AM 10:36

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** First American Default Information Services, LLC  
Name of Surviving Party

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Susan Vivino

Contact Person

First American CoreLogic, Inc.

Firm/Company

4 First American Way

Address

Santa Ana, CA 92707

City, State and Zip Code

svivino@firstam.com

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

For further information concerning this matter, please call:

Susan Vivino

Name of Contact Person

at ( 714 )

250-6584

Area Code and Daytime Telephone Number



Certified copy (optional) \$30.00

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

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

**Certificate of Merger  
For  
Florida Limited Liability Company**

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 608.4382, Florida Statutes.

**FIRST:** The exact name, form/entity type, and jurisdiction for each **merging** party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
First American Origination Fulfillment Solutions, LLC	Delaware	LLC
_____	_____	_____
_____	_____	_____
_____	_____	_____

**SECOND:** The exact name, form/entity type, and jurisdiction of the **surviving** party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
First American Default Information Services, LLC	Florida	LLC

**THIRD:** The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

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DIVISION OF CORPORATIONS  
09 JUN 15 AM 10:37

**FOURTH:** The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

**FIFTH:** If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

N/A

**SIXTH:** If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

N/A

**SEVENTH:** If the survivor is not formed, organized or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount, to which such members are entitled under ss.608.4351-608.43595, F.S.

**EIGHTH:** If the surviving party is an out-of-state entity not qualified to transact business in this state, the surviving entity:


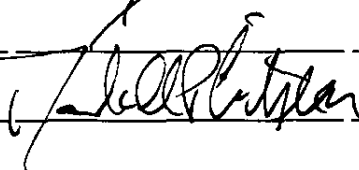
a.) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S., are as follows:

Street address: N/A

Mailing address: N/A

b.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including any appraisal rights of its members under ss.608.4351-608.43595, Florida Statutes.

**NINTH:** Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
First American Origination Fulfillment Solutions, LLC		Michael C. Barron
First American Default Information Services, LLC		Randall P. Gilster

Corporations:	Chairman, Vice Chairman, President or Officer <i>(If no directors selected, signature of incorporator.)</i>
General partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative

<b><u>Fees:</u></b> For each Limited Liability Company:	\$25.00
For each Corporation:	\$35.00
For each Limited Partnership:	\$52.50
For each General Partnership:	\$25.00
For each Other Business Entity:	\$25.00

<b><u>Certified Copy (optional):</u></b>	\$30.00
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## PLAN OF MERGER

**FIRST:** The exact name, form/entity type, and jurisdiction for each **merging** party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
First American Origination Fulfillment Solutions, LLC	Delaware	LLC

**SECOND:** The exact name, form/entity type, and jurisdiction of the **surviving** party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
First American Default Information Services, LLC	Florida	LLC

**THIRD:** The terms and conditions of the merger are as follows:

See attached Agreement and Plan of Merger

*(Attach additional sheet if necessary)*

**FOURTH:**

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

See attached Agreement and Plan of Merger

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*(Attach additional sheet if necessary)*

B. The manner and basis of converting rights to acquire the interests, shares, obligations or other securities of each merged party into rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

See attached Agreement and Plan of Merger

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*(Attach additional sheet if necessary)*

**FIFTH:** Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

None

*(Attach additional sheet if necessary)*

**SIXTH:** Other provisions, if any, relating to the merger are as follows:

None

*(Attach additional sheet if necessary)*



**UNANIMOUS WRITTEN CONSENT  
OF THE MANAGERS OF  
FIRST AMERICAN ORIGINATION FULFILLMENT SOLUTIONS LLC**

The undersigned, comprising all of the Managers of First American Origination Fulfillment Solutions LLC, a Delaware limited liability company ("FAOFS"), do hereby take the following action by unanimous written consent in lieu of meeting, with the same force and effect as at a duly held annual meeting of the Managers, and hereby adopt the following resolutions and consent to the actions authorized thereby:

**Agreement and Plan of Merger**

WHEREAS, the management of FAOFS deems it to be in the best interest of FAOFS to enter into an Agreement of Merger dated as of May 31<sup>st</sup>, 2009 (the "Agreement") with First American Default Information Services LLC, a Florida limited liability company ("FADIS") pursuant to which FAOFS will merge with and into FADIS with FADIS being the surviving entity, in accordance with the terms and conditions contained in the Agreement, and all other documents necessary to effectuate the intent and purpose of the Agreement, including but not limited to any Certificates or Articles of Merger (hereinafter collectively referred to as the "Documents"); and

NOW, THEREFORE, BE IT RESOLVED, that the Agreement, the Merger and the transactions contemplated thereby are hereby recommended and approved;

FURTHER RESOLVED, that the officers of FAOFS be, and each of them acting alone hereby is, authorized and directed, in the name and on behalf of FAOFS, to negotiate and prepare, or cause to be negotiated and prepared, such definitive agreements, instruments and other documents, in such form and upon such terms and conditions, as such officer or officers may, with the advice of FAOFS's counsel, deem necessary or appropriate to further the transactions contemplated by or in connection with the Agreement and the Merger and upon consummation of the negotiation and preparation of such agreements, instruments and other documents, such officer or officers be, and each of them acting alone hereby is, authorized and directed to execute and deliver, or cause to be executed and delivered, such agreements, instruments and other documents, with such additions, deletions and modifications as such officer or officers shall approve, such execution and delivery to be conclusive evidence of such approval;

FURTHER RESOLVED, that the Managers hereby ratifies all acts of any officer or officers of FAOFS performed on FAOFS's behalf prior to the date of these resolutions in connection with the transactions contemplated by or in connection with the Agreement and the Merger;


FURTHER RESOLVED, that the officers of FAOFS are hereby authorized and directed to seek any and all stockholder approvals necessary or appropriate in connection with the

foregoing resolutions; and

FURTHER RESOLVED, that the officers of FAOFS be, and each of them acting alone hereby is, authorized and directed, in the name and on behalf of FAOFS, to take, or cause to be taken, all such action and to negotiate, prepare, execute, deliver and file, or cause to be negotiated, prepared, executed, delivered and filed all such certificates, instruments, documents, agreements and undertakings as they, or any of them, may, with the advice of FAOFS's counsel, deem necessary or appropriate to enable FAOFS to carry out the intent and purposes of the foregoing resolutions.

IN WITNESS WHEREOF, each of the undersigned has executed this Unanimous Written Consent of the Managers effective as of the date first above written.

First American Origination Fulfillment Solutions LLC

  
Michael C. Barron  
Randall P. Gilster

**STATE OF DELAWARE  
CERTIFICATE OF MERGER  
OF  
FIRST AMERICAN ORIGATION FULLMENT SOLUTIONS LLC  
a Delaware limited liability company  
INTO  
FIRST AMERICAN DEFAULT INFORMATION SERVICES LLC  
a Florida limited liability company**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act.

**First:** The name of the surviving company is First American Default Information Services LLC, a foreign limited liability company ("Default").

**Second:** The jurisdiction in which this Company was formed is Florida.

**Third:** The name of the limited liability company being merged into Default is First American Origination Fulfillment Solutions LLC, a Delaware limited liability company ("FAOFS").

**Fourth:** The agreement of merger or consolidation has been approved and executed by each of the business entities which is to merge or consolidate.

**Fifth:** An agreement of merger or consolidation is on file at a place of business of First American Default Information Services LLC, a foreign limited liability company and the address thereof is 4 First American Way, Santa Ana, CA 92707.

**Sixth:** A copy of the Merger Agreement will be furnished by Default, on request and without cost, to any member of Default or FAOFS.

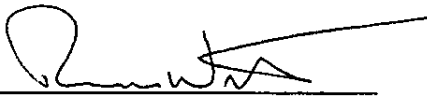
**Seventh:** The surviving foreign limited liability company agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for the enforcement of any obligation of any domestic limited liability company which is to merge or consolidate, irrevocably appointing the Secretary of State as its agent to accept service of process in any such action, suit or proceeding and the address to which a copy of such process shall be mailed to by the Secretary of State is 4 First American Way Santa Ana, CA 92707

**Eighth:** The effective date of the merger shall be May 31<sup>st</sup>, 2009.

**IN WITNESS WHEREOF**, said foreign limited liability has caused this certificate to be signed by its authorized officer, this 31<sup>st</sup> day of May, 2009.

**First American Default Information Services LLC,  
a Florida limited liability company**

**By:**

  
A. Russell Watts