

LO2000009875

Barbara G. Sweet  
CU Members Title, LLC  
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Jacksonville, FL 32204  
PH (904) 475-8016  
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MJH

June 11, 2002

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-06/13/02--01049--003  
\*\*\*\*\*60.00 \*\*\*\*\*60.00

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

4/13 merger

**RE: Articles of Merger of CU Members Title, Inc. into CU Members Title, LLC**

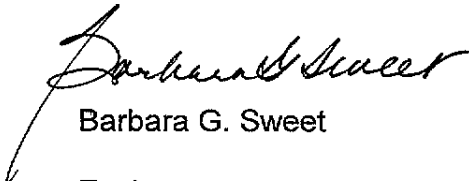
Dear Sir/Madam:

Enclosed please find the original and a copy of the Articles of Merger and Plan of Merger of CU Members Title, Inc. into CU Members Title, LLC. Also enclosed is a check in the amount of \$60.00 to cover the filing fees associated with the merger. The surviving entity is CU Members Title, LLC.

I have also enclosed for your reference, a copy of the Florida Department of State Confirmation Letter with respect to CU Members Title, LLC.

Please file the Articles of Merger and Plan of Merger and return a date stamped copy to me in the enclosed self-addressed stamped envelope. Thank you for your assistance with this request.

Sincerely,

  
Barbara G. Sweet

Enclosures

FILED  
02 JUN 13 PM 4:23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF MERGER  
Merger Sheet

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MERGING:

CU MEMBERS TITLE INC., a Florida Corporation, P99000037407

into

**CU MEMBERS TITLE, LLC**, a Florida entity L02000009875

File date: June 13, 2002

Corporate Specialist: Michelle Hodges

**ARTICLES OF MERGER OF CU MEMBERS TITLE, INC.  
INTO CU MEMBERS TITLE, LLC.**

The following articles of merger are being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.203, Florida Statutes.

**FIRST:** The exact name, street address of its principal office, jurisdiction, and entity type for each **merging** party are as follows:

1. CU MEMBERS TITLE INC., a Florida corporation  
3773 Commonwealth Blvd.  
Tallahassee, FL 32303

Florida Document/Registration Number: P99000037407

FEI Number: 593569358

2. CU MEMBERS TITLE, LLC., a Florida Limited Liability Company  
3773 Commonwealth Blvd.  
Tallahassee, FL 32303

Florida Document/Registration Number: L02000009875

FEI Number: Applied For

FILED  
02 JUN 13 PM 4:23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**SECOND:** The exact name, street address of its principal office, jurisdiction, and entity type of the **surviving** party are as follows:

CU MEMBERS TITLE, LLC., a Florida Limited Liability Company  
3773 Commonwealth Blvd.  
Tallahassee, FL 32303

Florida Document/Registration Number L02000009875

FEI Number: Applied For *02-0594747*

**THIRD:** The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

**FOURTH:** If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

**FIFTH:** If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

**SIXTH:** If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

**SEVENTH:** If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

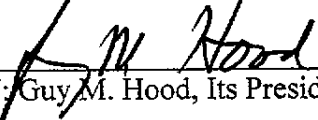
**EIGHTH:** The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

**NINTH:** The merger shall become effective as of the date the Articles of Merger are filed with Florida Department of State.

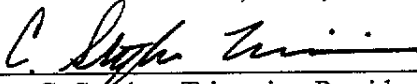
**TENTH:** The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

**ELEVENTH: SIGNATURE(S) FOR EACH PARTY:**

CU MEMBERS TITLE INC., a Florida corporation

  
BY: Guy M. Hood, Its President

CU MEMBERS TITLE, LLC., a Florida Limited Liability Company

  
BY: C. Stephen Trimmier, President  
CU Real Estate Services, Inc., an Alabama corporation,  
Managing Member of CU MEMBERS TITLE, LLC.

**PLAN OF MERGER OF CU MEMBERS TITLE, INC.**  
**INTO CU MEMBERS TITLE, LLC.**

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

**FIRST:** The exact name and jurisdiction of each **merging** party are as follows:

CU MEMBERS TITLE INC.                      State of Florida

CU MEMBERS TITLE, LLC.                      State of Florida

**SECOND:** The exact name and jurisdiction of the **surviving** party are as follows:

CU MEMBERS TITLE, LLC.                      State of Florida

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

CU MEMBERS TITLE, INC. shall be merged with and into CU MEMBERS TITLE, LLC, and CU MEMBERS TITLE, LLC does hereby merge CU MEMBERS TITLE, INC., with and into itself. On and after the effective date of this contemplated merger:

a.) CU MEMBERS TITLE, LLC shall be the surviving party and shall continue to exist as a domestic limited liability company under the laws of Florida, with all of the rights and obligations of such surviving domestic limited liability company as are provided by Florida Statutes.

b.) CU MEMBERS TITLE, INC., a Florida corporation, shall cease to exist and its property shall become the property of CU MEMBERS TITLE, LLC as the surviving party.

**FOURTH:** The Articles of Organization and Operating Agreement of CU MEMBERS TITLE, LLC shall continue as the Articles of Organization and Operating Agreement of the surviving party and shall govern:

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

B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property .

**FIFTH:** CU MEMBERS TITLE, LLC, shall continue to be Limited Liability Company under Florida law and be managed by its managers.

**SIXTH:** Each common share of stock of CU MEMBERS TITLE, INC., outstanding on the effective date of merger shall thereupon, without further notice, be cancelled. All then current holders of common stock of CU MEMBERS TITLE, INC. shall become members of CU MEMBERS TITLE, LLC in accordance with the Operating Agreement of the Members.

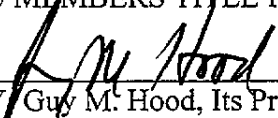
**SEVENTH:** The names and addresses of each of the managers of CU MEMBERS TITLE, LLC, are as follows:

FCUL Service Group, Inc.  
3773 Commonwealth Blvd.  
Tallahassee, FL 32203

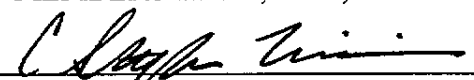
CU Real Estate Services, Inc.  
P.O. Box 1885  
Birmingham, AL 35201

Done at Tallahassee, Florida, this 25 day of April, 2002

CU MEMBERS TITLE INC., a Florida corporation

  
BY: Guy M. Hood, Its President

CU MEMBERS TITLE, LLC., a Florida Limited Liability Company

  
BY: C. Stephen Trimmier, President  
CU Real Estate Services, Inc., an Alabama corporation,  
A Managing Member of CU MEMBERS TITLE, LLC.