

L020000009875

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(Business Entity Name)

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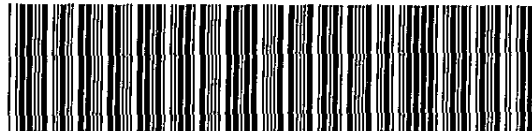
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2005 - 60



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04/09/03--01038--025 **42.50

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04/16/03--01002--023 **57.50

RJR

FILED
03 APR -9 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Trimmier Law Firm

Memo

03 APR -9 AM 9:00
FILED
STATE
TALLAHASSEE, FLORIDA

To: Clerk
From: Chris Morris
CC:
Date: 4/7/2003
Re: Articles & Plan of Merger Filing

Enclosed are Articles of Merger and Plan of Merger along with a check for filing fees and two (2) certified copies. Please contact me if I have not enclosed the correct amount for these fees. I can be reached at (800) 666-3151 ext. 233.

Thank you for your assistance in this matter.

PO BOX 1885
BIRMINGHAM AL 35201
CALL
CHRIS MORRIS
WEDNESDAY

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

FEDERAL EMPLOYEES CUSO, LLC (L00000001154), A FLORIDA LLC

GOLD COAST CUSO, LLC (L0000001153), A FLORIDA LLC

THE CUSO, LLC (L00000001151), A FLORIDA LLC

INTO

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

File date: April 9, 2003

Corporate Specialist: Buck Kohr

FILED
03 APR -9 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER OF
FEDERAL EMPLOYEES CUSO, LLC, GOLD COAST CUSO,
LLC & THE CUSO, LLC
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 is as follows:

1. FEDERAL EMPLOYEES CUSO, LLC, a Florida Limited Liability Company
P.O. Box 16659
1055 South Congress Avenue
West Palm Beach, FL 33416

Florida Document/Registration Number: L00000001154

FEI Number: 65-0977824

2. GOLD COAST CUSO, LLC, a Florida Limited Liability Company
2226 South Congress Avenue
West Palm Beach, FL 33406

Florida Document/Registration Number: L00000001153

FEI Number: 65-0977823

3. THE CUSO, LLC, a Florida Limited Liability Company
3469 Summit Boulevard
West Palm Beach, FL 33406-4193

Florida Document/Registration Number: L00000001151

FEI Number: 65-0977821

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

Florida Document/Registration Number: L02000009875

FEI Number: 02-0594747

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: 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 January 1, 2003.

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:

FEDERAL EMPLOYEES CUSO, LLC, a Florida Limited Liability Company



BY: Marvin Garland, Its President

03 APR 9 AM 9:00
FILED
TALLAHASSEE, FLORIDA

03 APR 9 AM 9:00
FILED
TALLAHASSEE, FLORIDA

GOLD COAST CUSO, LLC, a Florida Limited Liability Company

Marvin Garland
BY: Marvin Garland, Its President

THE CUSO, LLC, a Florida Limited Liability Company

Marvin Garland
BY: Marvin Garland, Its President

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

Marvin Garland
BY: Marvin Garland, Its President

FILED
APR - 8 AM 9:09
TALLAHASSEE, FLORIDA

PLAN OF MERGER OF
FEDERAL EMPLOYEES CUSO, LLC, GOLD COAST CUSO,
LLC & THE CUSO, LLC
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:

FEDERAL EMPLOYEES CUSO, LLC.	State of Florida
GOLD COAST CUSO, LLC.	State of Florida
THE CUSO, LLC.	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
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THIRD: The terms and conditions of the merger are as follows:

FEDERAL EMPLOYEES CUSO, LLC, GOLD COAST CUSO, LLC., and THE CUSO, LLC. shall be merged with and into CU MEMBERS TITLE, LLC, and CU MEMBERS TITLE, LLC does hereby merge FEDERAL EMPLOYEES CUSO, LLC., GOLD COAST CUSO, LLC., and THE CUSO, LLC. 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. All property of CU Member Title, LLC. shall be the property of the surviving entity except the loss carry forward as of December 31, 2002 shall belong to and be accounted for by FCUL Service Group, Inc. from December 31, 2002, forward..

b.) FEDERAL EMPLOYEES CUSO, LLC., a Florida Limited Liability Company, shall cease to exist and its property shall become the property of CU MEMBERS TITLE, LLC as the surviving party.

c.) GOLD COAST CUSO, LLC., a Florida Limited Liability Company, shall cease to exist and its property shall become the property of CU MEMBERS TITLE, LLC as the surviving party.

d.) THE CUSO, LLC, a Florida Limited Liability Company, shall cease to exist and its property shall become the property of CU MEMBERS TITLE, LLC as the surviving party.

FILED
03 APR 9 AM 9:00
STATE
PALM BEACH, FLORIDA

FILED
03 APR -9 AM 9:00
SECRETARY OF STATE
PALM BEACH, FLORIDA

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. However, ownership interests in the surviving entity shall be distributed 50% to FCUL Service Group, Inc. and 50% to CU Title Consultants, Inc. All property of CU Members Title, LLC shall continue to be owned by it (except that the loss carry forward will belong to FCUL Service Group, Inc.) and all property of the merged entities will belong to CU Members Title, LLC.

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

SIXTH: All ownership interests in FEDERAL EMPLOYEES CUSO, LLC. GOLD COAST CUSO, LLC., and THE CUSO, LLC, outstanding on the effective date of merger shall thereupon, without further notice, be cancelled. Commencing January 1, 2003, the ownership interests of the surviving LLC will be as follows:

FCUL Service Group	50%
CU Title Insurance Consultants, Inc	50%

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 Title Insurance Consultants, Inc.
P.O. Box 1885
Birmingham, AL 35201

Done at Tallahassee, Florida, this 1st day of January, 2003

FEDERAL EMPLOYEES CUSO, LLC, a Florida Limited Liability Company


BY: Marvin Garland, Its President

CU MEMBERS TITLE, LLC, a Florida Limited Liability Company


BY: Marvin Garland, Its President