

hereto and made a part hereof.

INSTRUCTIONS: Use 8 1/2" x 11" white paper for attachments.

Present original and one (1) copy to the address in upper right corner of this form.

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CONNIE LAWSON SECRETARY OF STATE CORPORATIONS DIVISION

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Indiana Code 23-1-40-1 et. seq.

**FILING FEE: \$90.00** 

ARTICLES OF MERGER / SHARE EXCHANGE OF				
(hereinafter "the <b>nonsurviving</b> corporation(s)")				
INTO				
(hereinafter "the <b>surviving</b> corporation")				
ARTICLE I - SURVIV	/ING CORPORATION			
SECTION 1:				
The name of the corporation surviving the merger is				
and such name has has not (designate which) been changed as a result of the merger.				
SECTION 2:				
<ul> <li>a. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Indiana Business Corporation Law incorporated on (month, day, year)</li> <li>b. The surviving corporation is a foreign corporation incorporated under the laws of the State of and</li> </ul>				
qualified  not qualified (designate which) to do business in Indiana.  If the surviving corporation is qualified to do business in Indiana, state the date of qualification (month, day, year):  (If Application for Certificate of Authority is filed concurrently herewith state "Upon approval of Application for Certificate of Authority".)				
ARTICLE II - NONSURVIVING CORPORATION (S)  The name, state of incorporation, and date of incorporation or qualification (if applicable) respectively, of each Indiana domestic corporation and Indiana qualified foreign corporation, other than the survivor, which is party to the merger are as follows:  Name of Corporation				
State of Domicile	Date of Incorporation or qualification in Indiana, if applicable (month, day,year)			
Name of Corporation				
State of Domicile	Date of Incorporation or qualification in Indiana, if applicable (month, day,year)			
Name of Corporation				
State of Domicile	Date of Incorporation or qualification in Indiana, if applicable (month, day,year)			

ARTICLE III - PLAN OF MERGER OR SHARE EXCHANGE

The Plan of Merger or Share Exchange, containing such information as required by Indiana Code 23-1-40-1(b), is set forth in "Exhibit A", attached

ARTICLE IV - MANNER OF ADOPTION AND VOTE OF SURVIVING CORPORATION (Must complete Section 1 or 2)				
SECTION 1: Shareholder vote not required.				
The merger / share exchange was adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.				
SECTION 2: Vote of shareholders (Select either A or B)				
The designation (i.e., common, preferred or any classification where different classes of stock exist), nentitled to be cast by each voting group entitled to vote separately on the merger / share exchange represented at the meeting is set forth below:				
A. Unanimous written consent executed on 20 and signed by B. Vote of shareholders during a meeting called by the Board of Directors.	y all shareholders entitled	d to vote.		
	TOTAL	Α	В	С
DESIGNATION OF EACH VOTING GROUP (i.e. preferred and common)				
NUMBER OF OUTSTANDING SHARES				
NUMBER OF VOTES ENTITLED TO BE CAST				
NUMBER OF VOTES REPRESENTED AT MEETING				
SHARES VOTED IN FAVOR				
SHARES VOTED AGAINST				
ARTICLE V - MANNER OF ADOPTION AND VOTE OF NONSURVIVING CORPORA	ATION (Must complet	e Secti	on 1 or 2	)
SECTION 1: Shareholder vote not required.				
The merger / share exchange was adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.				
SECTION 2:				
The designation (i.e., common, preferred or any classification where different classes of stock exist), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the merger / share exchange and the number of votes of each voting group represented at the meeting is set forth below:				
A. Unanimous written consent executed on 20 and signed by B. Vote of shareholders during a meeting called by the Board of Directors.	y all shareholders entitled	d to vote.		
	TOTAL	Α	В	С
DESIGNATION OF EACH VOTING GROUP (i.e. preferred and common)				
NUMBER OF OUTSTANDING SHARES				
NUMBER OF VOTES ENTITLED TO BE CAST				
NUMBER OF VOTES REPRESENTED AT MEETING				
SHARES VOTED IN FAVOR				
SHARES VOTED AGAINST				
In Witness Whereof, the undersigned being the of the surviving corporation				
Officer or Chairman of Board  executes these Articles of Merger / Share Exchange and verifies, subject to penalties of perjury that the statements contained herein are true,				
this day of, 20				
Signature Printed name				