

FORM **NFP 111.25** (rev. Dec. 2003)
**ARTICLES OF MERGER
OR CONSOLIDATION**
General Not For Profit Corporation Act

Secretary of State
Department of Business Services
501 S. Second St., Rm. 350
Springfield, IL 62756
Telephone (217) 782-6961
www.ilsos.gov

Remit payment in the form of a
check or money order payable
to the Secretary of State.

_____ File # _____ **Filing Fee: \$25.00** Approved: _____

-----**Submit in duplicate** -----**Type or Print clearly in black ink**-----**Do not write above this line**-----

NOTE: Strike inapplicable word in items 1, 3, 4 and 5.

1. Names of the corporations proposing to ^{merger} consolidate, and the state or country of their incorporation are:

Name of Corporation	State or Country of Incorporation	File Number
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

2. The laws of the state or country under which each corporation is incorporated permit such merger or consolidation.

3. The name of the ^{surviving} new corporation: _____

and it shall be governed by the laws of: _____

4. The plan of the ^{merger} consolidation is as follows:

(If space is insufficient, attach additional pages size 8 1/2 x 11.)

5. The plan of ^{merger} consolidation was approved, (a) as to each corporation not incorporated in Illinois, in compliance with the laws of the state under which it is incorporated, and (b) as to each Illinois corporation, as follows:

(Please indicate the manner by which the plan was approved by inserting the comparable letter in the box following each corporate name.)

- A. By the affirmative vote of a majority of the directors in office, at a meeting of the board of directors. (§ 111.15)
- B. By written consent, signed by all the directors in office, in compliance with Section 108.45 of this Act. (§108.45 & § 111.15)
- C. At a meeting of members by the affirmative vote of members having not less than the minimum number of votes necessary to adopt the plan, as provided by this Act, the articles of incorporation or the bylaws. (§111.20)
- D. By written consent, signed by members having not less than the minimum number of votes necessary to adopt the plan, as provided by this Act, the articles of incorporation or the bylaws, in compliance with Section 107.10 of this Act. (§ 107.10 & § 111.20)

NAME OF ILLINOIS CORPORATION

MANNER

6. *(Not applicable if surviving or new corporation is an Illinois corporation)*

It is agreed that, upon and after the issuance of a certificate of merger or consolidation by the Secretary of State of the State of Illinois:

- a. The surviving or new corporation may be served with process in this state in any proceeding for the enforcement of any obligation of any domestic corporation which is party to such merger or consolidation.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving or new corporation to accept service of process in any such proceeding.

7. The undersigned corporations have caused these articles to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **Black Ink**.)

Dated: _____ , _____
Month Day Year _____
(Exact Name of Corporation)

(Any Authorized Officer's Signature)

(Type or Print Name and Title)

Dated: _____ , _____
Month Day Year _____
(Exact Name of Corporation)

(Any Authorized Officer's Signature)

(Type or Print Name and Title)

Dated: _____ , _____
Month Day Year _____
(Exact Name of Corporation)

(Any Authorized Officer's Signature)

(Type or Print Name and Title)