

MERGER AGREEMENT

This agreement, made and entered into this ___ day of _____, 20___, at _____, _____, by and between _____, _____ (city or town), _____ (state) Credit Union, Inc. (hereinafter called the "Continuing Credit Union") and Credit Union, Inc. (hereinafter called the "Merging Credit Union").

WITNESSETH

That in consideration of the mutual agreements, promises, covenants, and acts herein described and contained, The Continuing Credit Union and the Merging Credit Union hereby agree, promise, and covenant to and with each other as follows:

1. That the Merging Credit Union does hereby sell, assign, transfer, set over, and convey unto the Continuing Credit Union all of its assets, rights, and property, and chooses in action of every character, kind, the description, and the Merging Credit Union will do all acts and will execute and deliver unto the Continuing Credit Union any and all additional agreements, documents, deeds, assignments, and other instruments of conveyance which may be necessary to transfer to the Continuing Credit Union the individual assets, rights, and property, and chooses in action hereby sold by the Merging Credit Union to the Continuing Credit Union;

2. The Continuing Credit Union does hereby assume and agree to pay all the liabilities of the Merging Credit Union and the Continuing Credit Union agrees that, by virtue of this agreement, all of the members of the Merging Credit Union as of this date have become members of the Continuing Credit Union and that they are entitled to, and the Continuing Credit Union will issue to them, the same amount in shares in the Continuing Credit Union which they own in the Merging Credit Union as of the effective date hereof subject to the following adjustments in such shares (if any):

3. The office of the Continuing Credit Union will be located at:

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IN WITNESS WHEREOF, the Continuing Credit Union and the Merging Credit Union have caused these presents to be executed by their respective officers thereunto duly authorized the day and year above written.

for:

_____ Credit Union, Inc.

by:

Chairman of the Board

for:

_____ Credit Union, Inc.

by:

Secretary/Treasurer

(SEAL)

Sworn to and subscribed before me at
_____, Kentucky
on the ____ day of _____, 20__.

Notary Public

My Commission Expires _____, 20__.