

FEE: \$100.00

PRINT CLEARLY

CERTIFICATE OF MERGER OR CONSOLIDATION

TO: MUSCOGEE (CREEK) NATION SECRETARY OF THE NATION
P.O. Box 580
Okmulgee, OK 74447
(918) 732-7615

SPECIAL INSTRUCTIONS: Submit this form to file a merger or consolidation pursuant to the Muscogee (Creek) Nation General Corporation Act. **Please consult this Act carefully.** Use this form **ONLY** when one or more Muscogee (Creek) Nation corporations merge with one or more corporations incorporated under the laws of a jurisdiction other than the Muscogee (Creek) Nation and the surviving or resulting corporation is a **FOREIGN** Corporation.

A. The Agreement of Merger or Consolidation, **ATTACHED HERETO**, has been adopted, approved, certified, executed, and acknowledged by each of the constituent corporations.

OR

B. **In lieu of filing**, an executed agreement of merger or consolidation the surviving or resulting corporation hereby states and certifies as follows:

1. The name and state of incorporation of each of the constituent corporations are:

NAME OF CORPORATION

STATE OF INCORPORATION

2. An agreement of merger or consolidation has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the provisions of Title 3, Section 1082 of the Muscogee (Creek) Nation General Corporation Act. In the case of each foreign corporation, the agreement shall be adopted, approved, executed and acknowledged in accordance with the laws under which it is formed.

3. The name of the surviving or resulting corporation is:

4. Check the statement applicable to the merger or consolidation:

- No amendments or changes are desired so that the certificate of incorporation of the surviving corporation shall be its certificate of incorporation.

- Any** amendments or changes in the certificate of incorporation of the surviving corporation as are desired to be effected by the terms of the merger are set out in an **attachment hereto**.
- The certificate of incorporation of the corporation resulting from the consolidation is set forth in an **attachment hereto**.

5. The executed agreement of merger or consolidation is on file at the principal place of business of the surviving corporation at the following address:

STREET ADDRESS	CITY	STATE	ZIP CODE
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6. A copy of the agreement of consolidation or merger shall be furnished by the surviving corporation, on request and without cost, to any shareholder of any constituent corporation.

7. The surviving or resulting corporation is to be governed by the laws of the District of Columbia or any state other than this Nation and hereby agrees that it may be served with process in this Nation in any proceeding for enforcement of any obligation of the surviving or resulting corporation arising from the merger or consolidation, including any suit or other proceeding to enforce the right of any shareholders as determined in appraisal proceedings pursuant to the provisions of Title 3, Section 1091.

The surviving or resulting corporation hereby irrevocably appoints the Secretary of the Nation as its agent to accept service of process in any suit or other proceedings. This address to which a copy of any process shall be mailed by the Secretary of the Nation is:

Street Address	City	State	Zip Code
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IN WITNESS WHEREOF, the surviving or resulting corporation has caused this certificate of merger or consolidation to be executed by its President or Vice President and attested by its Secretary or Assistant Secretary this _____ day of _____, _____.

By its _____ President

Please Print Name

ATTEST:

By its _____ Secretary

Please Print Name