

IDENTIFICATION  
NO. \_\_\_\_\_

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NO. \_\_\_\_\_  
Filing Fee: \$35.00

# The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Room 1717, Boston, Massachusetts 02108-1512

Examiner

## ARTICLES OF \*CONSOLIDATION / \*MERGER

(General Laws, Chapter 180, Section 10)

Domestic and Domestic Corporations

\*Consolidation / \*merger of

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_ and

\_\_\_\_\_ ,

the constituent corporations, into

\_\_\_\_\_ ,

\*one of the constituent corporations / \*a new corporation.

The undersigned officers of each of the constituent corporations certify under the penalties of perjury as follows:

1. The agreement of \*consolidation / \*merger was duly adopted in accordance and compliance with the requirements of General Laws, Chapter 180, Section 10.
2. That if any of the constituent corporations constitutes a public charity, then the resulting or surviving corporation shall be a public charity.
3. The ~~resulting or~~ surviving corporation shall furnish a copy of the agreement of \*consolidation / \*merger to any of its members or to any person who was a stockholder or member of any constituent corporation upon written request and without charge.
4. The effective date of the \*consolidation / \*merger determined pursuant to the agreement of \*consolidation / \*merger shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than thirty days after the date of filing:

C   
P   
M   
R.A.

### 5. (For a merger)

(a) The following amendments to the Articles of Organization of the surviving corporation have been effected pursuant to the agreement of merger:

P.C.

\*Delete the inapplicable word.

**(For a consolidation)**

(b) The purpose of the resulting corporation is to engage in the following activities:

\*\* (c) The resulting corporation may have one or more classes of members. If it does, the designation of such class or classes, the manner of election or appointment, the duration of membership and the qualification and rights, including voting rights, of the members of each class, may be set forth in the bylaws of the corporation or may be set forth below:

\*\* (d) Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the resulting corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:

6. The information contained in Item 6 is not a permanent part of the Articles of Organization of the \*resulting / \*surviving corporation.

(a) The street address of the \*resulting / \*surviving corporation in Massachusetts is: (post office boxes are not acceptable)

(b) The name, residential address and post office address of each director and officer of the ~~\*resulting/~~ \*surviving corporation is:

	<b>NAME</b>	<b>RESIDENTIAL ADDRESS</b>	<b>POST OFFICE ADDRESS</b>
President:			
Treasurer:			
Clerk:			
Directors:			

(c) The fiscal year (i.e. tax year) of the ~~\*resulting/~~ \*surviving corporation shall end on the last day of the month of:

(d) The name and business address of the resident agent, if any, of the ~~\*resulting/~~ \*surviving corporation is:

The undersigned officers of the several constituent corporations listed herein further state under the penalties of perjury as to their respective corporations that the agreement of ~~\*consolidation/~~ \*merger has been duly executed on behalf of such corporations and duly approved by the members ~~/stockholders/ directors~~ of such corporations in the manner required by General Laws, Chapter 180, Section 10.

**TO BE EXECUTED ON BEHALF OF EACH CONSTITUENT CORPORATION**

\_\_\_\_\_, \*President / \*Vice President

\_\_\_\_\_, \*Clerk / \*Assistant Clerk

of \_\_\_\_\_  
(Name of constituent corporation)

\_\_\_\_\_, \*President / \*Vice President

\_\_\_\_\_, \*Clerk / \*Assistant Clerk

of \_\_\_\_\_  
(Name of constituent corporation)

\*Delete the inapplicable words.

THE COMMONWEALTH OF MASSACHUSETTS

**ARTICLES OF \*CONSOLIDATION / \*MERGER**  
**(General Laws, Chapter 180, Section 10)**  
**Domestic and Domestic Corporations**

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I hereby approve the within Articles of \*Consolidation / \*Merger and, the filing fee in the amount of \$ \_\_\_\_\_, having been paid, said articles are deemed to have been filed with me this \_\_\_\_\_ day of \_\_\_\_\_, 20 \_\_\_\_.

*Effective date:* \_\_\_\_\_

**WILLIAM FRANCIS GALVIN**

*Secretary of the Commonwealth*

**TO BE FILLED IN BY CORPORATION**

**Contact information:**

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Telephone: \_\_\_\_\_

Email: \_\_\_\_\_

Upon filing, a copy of this filing will be available at [www.sec.state.ma.us/cor](http://www.sec.state.ma.us/cor). If the document is rejected, a copy of the rejection sheet and rejected document will be available in the rejected queue.