



**State of Utah  
DEPARTMENT OF COMMERCE  
Division of Corporations & Commercial Code  
Statement/Articles of Merger**

**Surviving Entity**

Name of Business Entity: \_\_\_\_\_

Entity Type: \_\_\_\_\_ Jurisdiction: \_\_\_\_\_

**Mailing Address for Service of Process pursuant to Subsection 16-17-301(2)  
(for Non-registered Foreign Surviving Entities ONLY)**

Address: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_

**Surviving Entity Creation/Existence**

The surviving entity is created by this Statement of Merger. **The formation document that creates the surviving entity is attached (for Domestic LLCs, LPs, LLPs, or LLLPs only).**

The surviving entity is a Non-registered Foreign Entity.

The surviving entity existed before this Statement/Articles of Merger.

Pursuant to Utah code the undersigned parties of the merger execute and deliver the following Statement of Merger:

**Non-surviving Entities that are Parties to the Merger:**

Name of Business Entity: \_\_\_\_\_

Entity Type: \_\_\_\_\_ Jurisdiction: \_\_\_\_\_

Name of Business Entity: \_\_\_\_\_

Entity Type: \_\_\_\_\_ Jurisdiction: \_\_\_\_\_

Name of Business Entity: \_\_\_\_\_

Entity Type: \_\_\_\_\_ Jurisdiction: \_\_\_\_\_

Name of Business Entity: \_\_\_\_\_

Entity Type: \_\_\_\_\_ Jurisdiction: \_\_\_\_\_

*Additional Business Entities that are Parties to the Merger have been named in an attached Exhibit and made a part hereof.*

**The delayed effective date of the merger described herein shall be the date upon which this document is filed with the Utah Division of Corporations and Commercial Code, or \_\_\_\_\_.**

**Plan of Merger or Share Exchange**

The Plan of Merger or Share Exchange, containing such information as required by Utah Code 16-10a-1101, is set forth in "Exhibit A," attached hereto and made a part hereof.

**Manner of Adoption & 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 (complete either A or B) 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 all shareholders entitled to vote.

B. Vote of shareholders during a meeting called by the Board of Directors.

	TOTAL	A	B	C
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				

**Manner of Adoption & Vote of Non-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 (complete either A or B) 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 all shareholders entitled to vote.

B. Vote of shareholders during a meeting called by the Board of Directors.

	TOTAL A		B	C
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				

**Approval Statement**

This merger was approved by each domestic merging entity (if any) in accordance with Sections 48-3a-1021 through 48-3a-1026 and by each foreign merging entity (if any) in accordance with the law of its jurisdiction of formation.

**Required Signatures**

Surviving Entity: \_\_\_\_\_

Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Non-surviving Entity: \_\_\_\_\_

Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Non-surviving Entity: \_\_\_\_\_

Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Non-surviving Entity: \_\_\_\_\_

Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Non-surviving Entity: \_\_\_\_\_

Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Non-surviving Entity: \_\_\_\_\_

Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

*Include complete signatures for any additional Business Entities that have been named in an attached Exhibit.*

**Under GRAMA {63G-2-201}, all registration information maintained by the Division is classified as public record. For confidentiality purposes, you may use the business entity physical address rather than the residential or private address of any individual affiliated with the entity.**