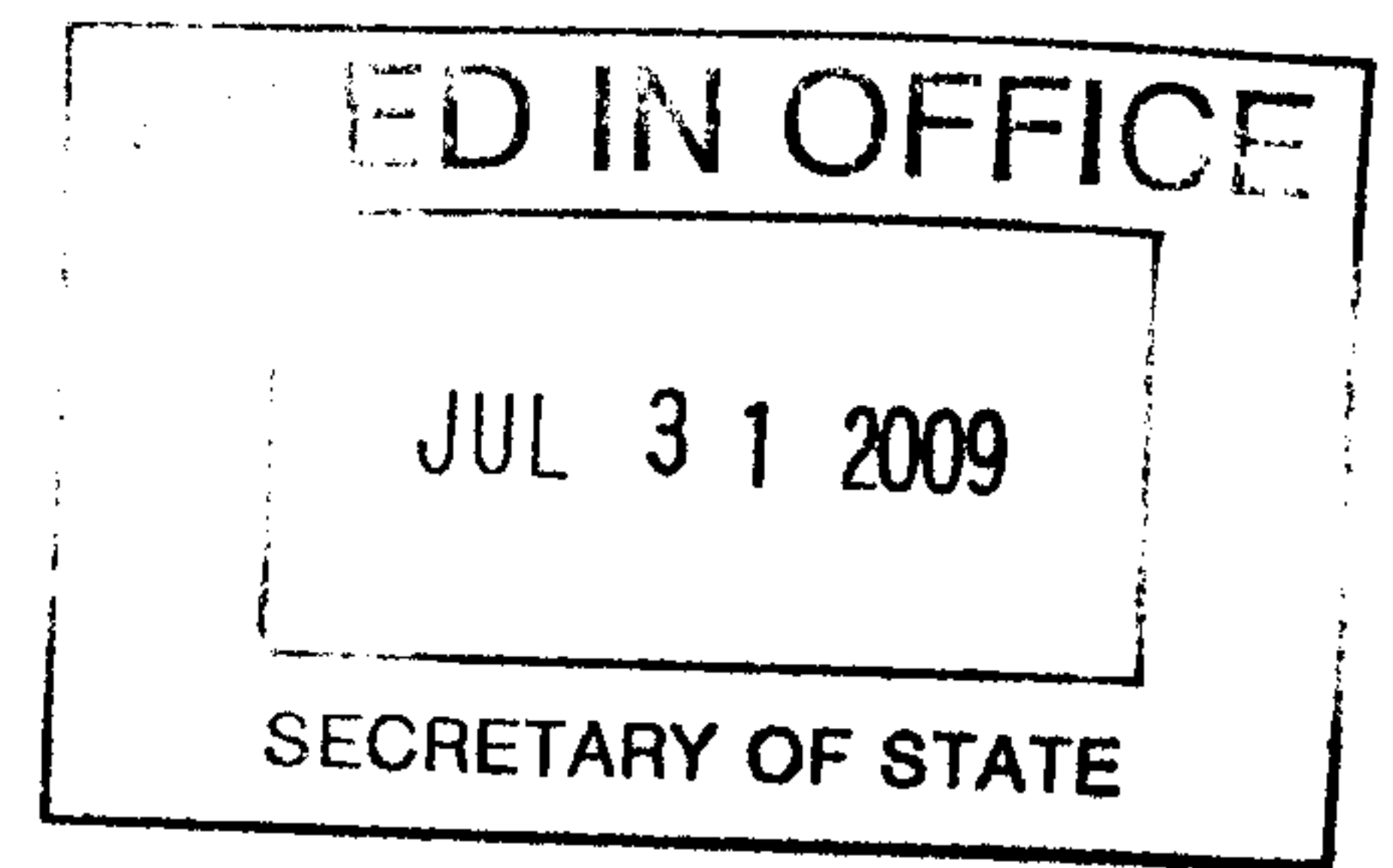




CERTIFICATE AND ARTICLES OF MERGER
OF
CUBS RESOURCES, LTD.
INTO
CREDIT UNION BUSINESS SERVICES, LLC

The "Joint Plan Of Merger and Agreement of Merger Between Credit Union Business Services, LLC and CUBS Resources, Ltd. with Credit Union Business Services, LLC as Surviving Entity" attached hereto, and made a part hereof, (the same being "Exhibit A"), having been approved by the General Partner and a majority of the limited partners of CUBS Resources, Ltd., an Alabama limited partnership (hereinafter called "CUBS Resources"), and a majority of the members of Credit Union Business Services, LLC, an Alabama limited liability company (hereinafter called "CUBS LLC"), the Surviving Entity, CUBS Resources and LLC hereby adopt the following Certificate and Articles of Merger, as provided by Section 10-12-55 and Section 10-9B-1106, Code of Alabama of 1975, as amended:

1. The plan of merger and agreement of merger (hereinafter called the "Joint Plan") shall be that which is attached hereto and made a part hereof as "Exhibit A".

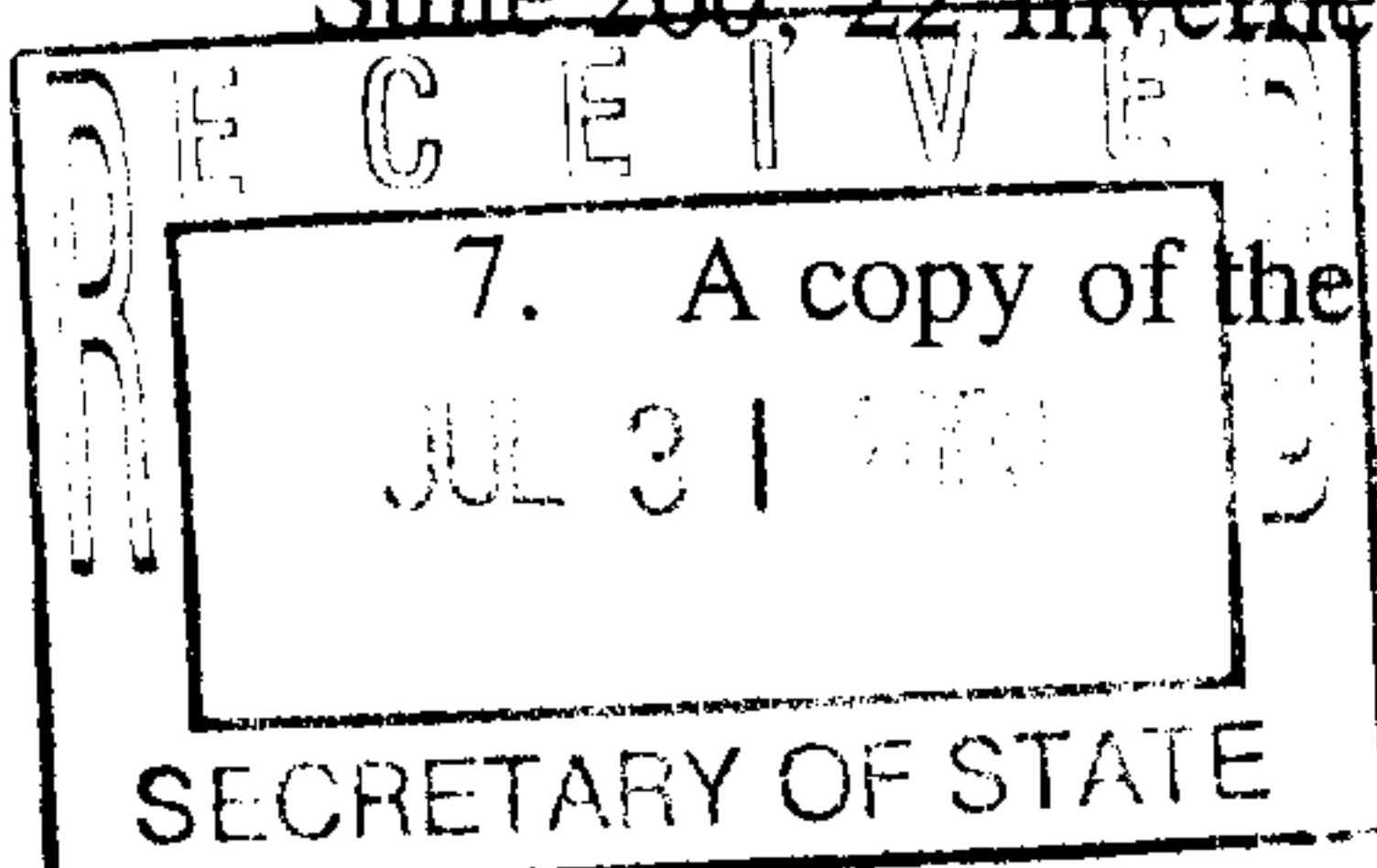
2. CUBS Resources is an Alabama limited partnership created pursuant to the laws of the State of Alabama as of May 28, 2004, by the filing, on May 28, 2004, of a Certificate of Limited Partnership in the Office of the Judge of Probate of Jefferson County, Alabama, at Volume 200407, Page 7992, and, on January 13, 2006, an Amended and Restated Certificate of Limited Partnership in the Office of the Judge of Probate of Jefferson County, Alabama, at Volume 200601, Page 6939.

3. CUBS LLC is an Alabama limited liability company created pursuant to the laws of the State of Alabama by the filing, on September 3, 2003, of Articles of Organization in the Office of the Judge of Probate of Shelby County, Alabama.

4. The Joint Plan has been approved (i) by the General Partner and a majority of the limited partners of CUBS Resources, who have waived all notice requirements thereto, and (ii) by a majority of the members of the LLC, who have waived all notice requirements thereto. The Joint Plan has been executed on behalf of each of CUBS Resources and the LLC.

5. CUBS LLC shall be the surviving business entity.

6. The Joint Plan is on file at the principal place of business of CUBS Resources located at Suite 200, 22 Inverness Center Parkway, Birmingham, AL 35242.



7. A copy of the Joint Plan will be furnished by CUBS LLC, on request and without cost, to

the General Partner and any limited partner of CUBS Resources and any member of CUBS LLC.

8. This merger shall be effective upon the filing of this Certificate and Articles of Merger.

IN WITNESS WHEREOF, CUBS Resources, Ltd. has caused this Certificate and Articles of Merger to be executed in its name by its General Partner through its authorized officer and Credit Union Business Services, LLC has caused this Certificate and Articles of Merger to be executed in its name by its member as of May 18, 2008.

CUBS RESOURCES, LTD.
by ACUBS, Inc., its General Partner

By: Mary B. Wofter
Its _____

Attest:

Teresa M. Gray

CREDIT UNION BUSINESS SERVICES, LLC
by ACUL Corp, its member

By: Mary B. Wofter
Its _____

Attest:

Teresa M. Gray

Prepared by: TRIMMIER, L.L.C.
2737 Highland Avenue
Birmingham, AL 35205
(205) 251-3151



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Shelby Cnty Judge of Probate, AL
08/10/2009 01:45:45 PM FILED/CERT

I hereby certify that this is a true and complete
copy of the document filed in this office on:

July 31, 2009 (Date Filed)

Beth Chapman PB

SECRETARY OF STATE

STATE OF ALABAMA

Aug 6 2009
DATE