

ARTICLES OF CONVERSION

ARTICLE I NAME OF RESULTING INSTITUTION

(NAME OF EXISTING INSTITUTION), (CITY), (COUNTY), Georgia, upon conversion of its charter to that of a state chartered credit union, shall be known as (NAME OF RESULTING INSTITUTION).

ARTICLE II LOCATION

The main office of the Institution shall be located at **(STREET ADDRESS, CITY, COUNTY), Georgia.**

ARTICLE III REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent shall be _____. The initial registered office of the Institution shall be located at **(STREET ADDRESS, CITY, COUNTY), Georgia.**

ARTICLE IV APPROVAL OF CONVERSION

The Plan of Conversion attached hereto as Exhibit A and incorporated herein by this reference was adopted and approved by the Board of Directors of **(EXISTING INSTITUTION)** on **(MONTH, DAY, YEAR)** at a regular meeting of the Board of Directors conducted at the offices of the institution at **(ADDRESS)**.

The Plan of Conversion was adopted by the members of **(EXISTING INSTITUTION)** at a duly called special meeting of the members held on **(DATE)** at **(TIME)** at **(LOCATION OF MEETING)**. Written notice of the date, time and place of the special members meeting and of the purpose was given to all members of record on **(DATE)**. A total of **(NUMBER OF MEMBERS AT MEETING)** members attended the meeting. At the meeting, **(NUMBER OF AFFIRMATIVE VOTES)** member shares voted for adoption of the Plan of Conversion, **(NUMBER OF NEGATIVE VOTES)** member shares voted against the proposal, and **(NUMBER OF SHARES ABSTAINING FROM VOTING)** member shares abstained from voting. The affirmative votes constituted approval of the Plan of Conversion by **(PERCENTAGE OF MEMBERS AT MEETING)** of the member shares present and the meeting and entitled to vote thereon and constituted more than the required majority vote for adoption of the Plan of Conversion.

ARTICLE V DIRECTORS

The Board of Directors of the Institution shall be as follows:

(NAME) _____ (COUNTY OF RESIDENCE) _____

ARTICLE VI
PURPOSE

The purposes for which the Institution is formed are to conduct and transact generally the business of a credit union and to do all things and exercise all powers and perform all functions which a credit union is authorized or empowered to do, exercise or perform under and by virtue of the laws of the State of Georgia, or which it may be, by law, hereafter authorized to do, exercise or perform. The Institution is incorporated under the provisions of Title 7 of the Official Code of Georgia Annotated.

ARTICLE VII
TERM

The Institution shall have perpetual duration.

ARTICLE VIII
FIELD OF MEMBERSHIP

The Institution's field of membership is as follows:

and employees of this credit union, members of their immediate families, and organizations of such persons.

(EXISTING INSTITUTION)

BY:
(AUTHORIZED OFFICER)

ATTEST:

(AUTHORIZED OFFICER)

(CORPORATE SEAL)