UMC-1 3/96

Department of the Treasury
Division of Revenue
Certificate of Merger/Consolidation
(Limited Liability Co.'s, Limited Partnerships & Partnerships)

This form may be used to record the merger or consolidation of a limited liability company, limited partnership or partnership with or into another business entity or entities, pursuant to NJSA 42, 42:2A and 42:2B. Applicants must insure strict compliance with the requirements of State law and insure that all filing requirements are met. This form is intended to simplify filing with the Treasurer. Applicants are advised to seek out private legal advice before submitting filings to the Treasurer's office.

1. Type of Filing (check one): __ Merger __ Consolidation

2. Name Of Surviving Business Entity:

3. Address Of The Surviving Business Entity:

4. Name(s)/Jurisdiction(s) Of Each Participating Business Entity:

Name	Jurisdiction	Identification # Assigned By Treasurer (If Applicable)

5. Service of Process Address (For use if the surviving business entity is not authorized or registered by the Treasurer):

The Treasurer is hereby appointed as agent to accept service of process and to forward same to the address above.

6. Effective Date: (if other than filing date; not to exceed 30 days from filing date)

The undersigned represent(s) that the agreement of merger/consolidation in on file at the place of business of the surviving business entity and that an agreement of merger/consolidation has been approved and executed by each business entity involved.

The undersigned also represent(s) that they are authorized to sign on behalf of the businesses involved.

Name	Title	Date
Name	Title	Date
Name	Title	Date
Name	Title	Date

**Important Notes --New Jersey law prohibits domestic LLC'S, LP's and partnerships from merging/consolidating with another business entity, if authority for such merger/consolidation in not granted under the laws of the jurisdiction under which the other business entity was organized . Also, a merger/consolidation certificate may be filed pursuant to Title 42, 42:2A or 42:2B only if the surviving or resulting business entity is a limited partnership, limited liability company or partnership. Also, at least one participating business entity must be a limited partnership or limited liability company. If a for-profit domestic or foreign corporation participates or is the survivor, file the merger/consolidation pursuant to Title 14A. Title 15A corporations are not authorized to participate in mergers/consolidations involving LP's, LLC's partnerships for-profit corporations.