

## **PLAN AND AGREEMENT OF MERGER**

THIS PLAN AND AGREEMENT OF MERGER (“Agreement”) is made October 24, 2015 by and between **The Christian Church (Disciples of Christ) of Mid-America, Inc.** (“REGION”), **The Southeast Gateway Area of the Christian Church (Disciples of Christ) of Mid America, Inc.** (“SEGA”), and **The Christian Church (Disciples of Christ) of Mid-America, Northwest Area, Incorporated** (“NWA”).

On completion of the merger, the corporate existence of SEGA and NWA shall become merged into the corporate existence of REGION and all rights, privileges, and franchises, and the right, title and interest in and to all property of whatsoever kind, whether real, personal or mixed, and things in action, and every right, privilege, interest or asset of conceivable value or benefit then existing or thereafter arising to which SEGA or NWA shall be or become entitled at law or in equity, shall be fully and finally and without any right or reversion, transferred to and vested in REGION without further act or deed, and REGION shall have and hold the same in its own corporate right as fully as the same was possessed and held by SEGA or NWA.

REGION is a Missouri benevolent corporation duly organized, existing, and in good standing. REGION shall be the surviving corporation into which SEGA and NWA shall be merged.

SEGA is a Missouri nonprofit corporation duly organized, existing, and in good standing. SEGA shall be merged into REGION. All members of SEGA are believed to also be members of REGION. Regardless, all members of SEGA shall, upon the effective date of the merger, become members of REGION.

NWA is a Missouri benevolent corporation duly organized, existing, and in good standing. NWA shall be merged into REGION. All members of NWA are believed to also be members of REGION. Regardless, all members of NWA shall, upon the effective date of the merger, become members of REGION.

This Agreement, together with a petition praying for approval of this Agreement, shall be submitted to the circuit court having jurisdiction over either REGION or NWA. Upon entry of an order by the circuit court approving this Agreement and granting the petition, this Agreement and the order shall be recorded in the office of the recorder of deeds of the county or

counties in which REGION and NWA are located and filed in the office of the secretary of state.

The merger shall be effective January 1, 2016 or upon the filing of this Agreement and the order in the office of the secretary of state, which ever shall occur later.

APPROVED by **The Christian Church (Disciples of Christ) of Mid-America, Inc.** (“REGION”) by the affirmative vote of a majority of its members entitled to vote at the Regional Assembly held on October 24, 2015.

\_\_\_\_\_  
Date

\_\_\_\_\_  
Guy Adams, Moderator

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Janice Legg, Secretary

APPROVED by **The Southeast Gateway Area of the Christian Church (Disciples of Christ) of Mid America, Inc.** (“SEGA”) by its Board of Directors on August 8, 2015 and by two-thirds of the votes cast by its members entitled to vote at its Area Assembly held on October 24, 2015.

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Date

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KJ Reynolds, Moderator

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David Woodard, Secretary

APPROVED by **The Christian Church (Disciples of Christ) of Mid-America, Northwest Area, Incorporated** (“NWA”) by the affirmative vote of a majority of its members entitled to vote at its Area Assembly held on August 1, 2015.

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Date

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Rev. Wayne Hammar, Moderator

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Sue Jameson, Secretary