

**AFFIDAVIT OF MERGER  
AND NAME CHANGE**

95005520

STATE OF ILLINOIS  
LAKE COUNTY  
FILED FOR RECORD

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MARGARETTE N. CLEVELAND  
LAKE COUNTY RECORDER

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**AFFIDAVIT OF MERGER AND NAME CHANGE OF BANKS**

DAVID B. WIRT, whose address is 211 South Rose Street, Kalamazoo, Michigan 49007, first being duly sworn, deposes and says that:

1. He is Executive Vice President of FIRST OF AMERICA BANK CORPORATION ("FABC"), 211 South Rose Street, Kalamazoo, Michigan 49007, a corporation organized and existing under the laws of Michigan.

2. FABC is the parent corporation and owns all of the outstanding stock of FIRST OF AMERICA BANK-ILLINOIS, NATIONAL ASSOCIATION, formerly known as FIRST OF AMERICA BANK-NORTHEAST ILLINOIS, NATIONAL ASSOCIATION ("NORTHEAST").

3. FABC was the parent corporation and owned all of the outstanding stock of FIRST OF AMERICA BANK-CHAMPAIGN, NATIONAL ASSOCIATION ("CHAMPAIGN"), FIRST OF AMERICA BANK-CHAMPION, NATIONAL ASSOCIATION ("CHAMPION"), FIRST OF AMERICA BANK-DECATUR, NATIONAL ASSOCIATION ("DECATUR"), FIRST OF AMERICA BANK-ILLINOIS, NATIONAL ASSOCIATION ("ILLINOIS"), FIRST OF AMERICA BANK-METRO SOUTHWEST, NATIONAL ASSOCIATION ("METRO"), FIRST OF AMERICA BANK-NORTH CENTRAL ILLINOIS, NATIONAL ASSOCIATION ("NORTH CENTRAL"), FIRST OF AMERICA BANK-QUAD CITIES, NATIONAL ASSOCIATION ("QUAD CITIES"), AND FIRST OF AMERICA BANK-SPRINGFIELD, NATIONAL ASSOCIATION ("SPRINGFIELD").

4. Effective December 31, 1994, CHAMPAIGN, CHAMPION, DECATUR, ILLINOIS, METRO, NORTH CENTRAL, QUAD CITIES, and SPRINGFIELD were merged (the "MERGER") with and into NORTHEAST under the title of FIRST OF AMERICA BANK-ILLINOIS, NATIONAL ASSOCIATION ("the RESULTING BANK") with headquarters located in Bannockburn, Illinois and from and after that date all assets, rights, franchises and interests of NORTHEAST, CHAMPAIGN, CHAMPION, DECATUR, ILLINOIS, METRO, NORTH CENTRAL, QUAD CITIES, and SPRINGFIELD in and to every type of property (real, personal and mixed) passed, transferred and vested in the RESULTING BANK and the RESULTING BANK then held all rights of property, franchises and interests, including appointments, designations and nominations and all other rights and interests as trustee, executor, administrator, registrar of stocks and bonds, guardian of estates, cosigner, receiver and committee of estates of incompetents, and in every other fiduciary capacity, in the same

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manner and to the same extent as such rights, franchises and interests were held or enjoyed by CHAMPAIGN, CHAMPION, DECATUR, ILLINOIS, METRO, NORTH CENTRAL, QUAD CITIES, SPRINGFIELD and NORTHEAST immediately prior to the MERGER.

5. All conveyances, acquisitions, transfers, discharges or terminations of such interests, and all actions regarding rights of property, franchises and interests, including but not limited to all fiduciary interests, whatsoever held by CHAMPAIGN, CHAMPION, DECATUR, ILLINOIS, METRO, NORTH CENTRAL, QUAD CITIES, SPRINGFIELD, and NORTHEAST in any of their respective former names shall from and after December 31, 1994, be effective when made in their new name in their merged capacity under the name of FIRST OF AMERICA BANK-ILLINOIS, NATIONAL ASSOCIATION.

Dated: January 5, 1995

WITNESSES:

Samme Bailey  
Samme Bailey

Sherri Ingold  
Sherri Ingold

Document is

NOT OFFICIAL

David B. Wirt  
David B. Wirt, Executive Vice President  
First of America Bank Corporation, a  
Michigan corporation

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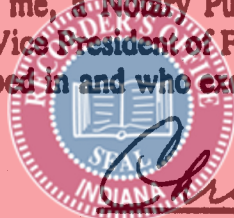
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STATE OF MICHIGAN )

) ss.

COUNTY OF KALAMAZOO )

On January 5, 1995, before me, a Notary Public in and for said County, personally appeared David B. Wirt, Executive Vice President of First of America Bank Corporation, to me known to be the same person described in and who executed the same to be the act and deed of said Corporation.



Christine A. Jaissem  
Notary Public

Kalamazoo County, Michigan

My Commission Expires: 5/10/95

