

all such deeds, documents and instruments of conveyance, and to request from time to time the execution of and accepts on behalf of the Old Colony Trust Company one or more deeds or instruments of conveyance transferring or confirming to the Old Colony Trust Company all the respective rights, titles and interests of the Massachusetts Trust Company, the Mercantile Trust Company and the City Trust Company, or either or any of them, and to do all such other acts and things as in their judgement may from time to time be necessary or convenient, so that all the rights, titles and interests of the said companies shall be transferred and confirmed to the said Old Colony Trust Company, and so that all the trusts, duties and obligations of the said companies shall be accepted, assumed and undertaken by the said Old Colony Trust Company, and otherwise to carry into effect the merger provided for by chapter 128 of the Acts of the General Court of the Commonwealth of Massachusetts for 1911."

I C.B. Wetheben Assistant Secretary of Old Colony Trust Company, do hereby certify that at the regular monthly meeting of the Board of Directors of Old Colony Trust Company held September 5, 1911 at Boston, pursuant to notice as provided in the by-laws, a quorum being present, the foregoing vote was duly adopted and has never been amended or revoked.

In witness whereof I have hereunto set my hand and the seal of the Company this 11th, day of July 1912.

C.B. Wetheben  
Assistant Secretary.



EXHIBIT A.  
The Commonwealth of Massachusetts.  
Office of the Secretary.  
Boston, July 25, 1912.  
Chapter 128.  
Commonwealth of Massachusetts.

In the year one thousand nine hundred and eleven.

AN ACT

To authorize the Old Colony Trust Company, the Massachusetts Trust Company, the Mercantile Trust Company and the City Trust Company to Merge.

Be it enacted by the Senate and House of Representatives in General Court assembled, and by the authority of the same, as follows:-

SECTION 1. The Old Colony Trust Company, the Massachusetts Trust Company, the Mercantile Trust Company and the City Trust Company may apply to the board of bank incorporation for authority to merge, and if the board shall grant such authority the respective boards of directors of said trust Companies may make an agreement for the merger of the Massachusetts Trust Company, the Mercantile Trust Company and the City Trust Company in the Old Colony Trust Company, prescribing the terms and conditions thereof and the mode of carrying the same into effect, which agreement shall be subject to the approval of the bank commissioner.

SECTION 2. Such merger shall become effective, valid and binding only when the terms thereof have been approved, at meetings called for the purpose, by votes of at least two-thirds in interest of the stockholders of each of the contracting trust companies.

Section 3. No such merger shall work a dissolution of any of said trust companies or a termination of their several corporate existences or of their franchises, but the corporate existence of each trust company so merged shall be continued by the Old Colony Trust Company, and all their privileges and franchises and all their rights, titles and interests in and to any species of property and things in action shall forthwith without any deed or transfer be vested in said Old Colony Trust Company to hold and enjoy in the same manner and to the same extent as the said trust companies so merged had formerly held and enjoyed the same; but the several merged trust companies may in their

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