



INDX ✓
ANNO ✓
SCAN ✓
CHEK

Document prepared by and upon recording should be mailed to Matthew E. Laughlin
215 10th Street, Suite 1300, Des Moines, Iowa 50309 (515-288-2500)

AFFIDAVIT OF MERGER

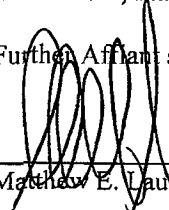
STATE OF IOWA)
)
COUNTY OF POLK) ss:

The undersigned after being duly sworn on oath does hereby depose and state that:

1. I am an attorney licensed to practice law in the State of Iowa.
2. Attached hereto as Exhibit A is a true and correct copy of the original PNC Bank Certificate.
3. Attached hereto as Exhibit B is a true and correct copy of the original Certificate of Merger for National City Mortgage Co on file with the Ohio State Secretary of State.
4. This Affidavit is given to clear any clouds of title that may appear in on the title for the legal description described herein as:

Lot Six (6) in Block One (1) of Lindsey's Addition to the Town of Winterset, Madison County, Iowa, EXCEPT the South 6 feet thereof

Further Affiant saith not this 22nd day of August, 2012.



Matthew E. Laughlin

State of Iowa)
) ss:
County of Polk)

Subscribed and sworn to by the said Matthew E. Laughlin on this 22nd day of
August, 2012.

Stephanie Watrous
Notary Public in and for the state of Iowa





CERTIFICATE

The undersigned, George P. Long, III, Secretary of National City Bank, does hereby certify as follows:

1. Effective January 1, 2005, National City Mortgage Co. ("Old NCMC"), was an Ohio corporation and wholly owned subsidiary of National City Bank of Indiana ("NCBIN").
2. Effective January 1, 2005, Old NCMC first contributed the servicing business to NCMC NewCo, Inc. ("New NCMC"), a wholly owned subsidiary of Old NCMC.
3. Effective January 1, 2005, Old NCMC made a dividend of the origination business to NCBIN. After the contribution and dividend, Old NCMC held cash and the ADA interests.
4. Effective January 4, 2005, New NCMC changed its name from "NCMC NewCo, Inc." to "National City Mortgage Co."
5. Effective January 4, 2005, Old NCMC changed its name from "National City Mortgage Co." to "National City Mortgage, Inc."
6. Effective July 22, 2006, National City Bank of Indiana was acquired by National City Bank and National City Mortgage Co. became a wholly owned subsidiary of National City Bank.
7. Effective October 1, 2008, National City Mortgage Company merged into National City Bank and became a division of National City Bank.
8. National City Bank was a wholly owned subsidiary of National City Corporation.
9. Effective December 31, 2008, National City Corporation merged with and into The PNC Financial Services Group, Inc. and National City Bank became a wholly owned subsidiary of The PNC Financial Services Group, Inc.
10. Effective as of November 6, 2009, National City Bank and pursuant to approval granted by the United States Office of the Comptroller of the Currency (as evidenced by the official certification dated November 6, 2009 attached hereto as Exhibit "A"), was merged with and into PNC Bank, National Association.
11. PNC Bank, National Association is a duly organized and existing national banking association (Charter Number 1316) and wholly owned subsidiary of PNC Bancorp, Inc. (a wholly owned subsidiary of The PNC Financial Services Group, Inc.),

Member of The PNC Financial Services Group

One PNC Plaza 249 Fifth Avenue Pittsburgh Pennsylvania 15222 2707

having its main office located at 222 Delaware Avenue, Wilmington, Delaware 19801 and using federal Employer Identification Number 22-1146430.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and affixed the seal of this Bank this 22nd day of January, 2010.



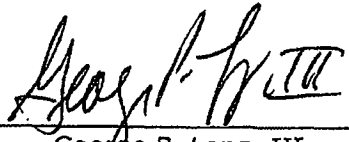

George P. Long, III

EXHIBIT A



Comptroller of the Currency
Administrator of National Banks

Northeastern District Office
340 Madison Avenue, 5th Floor
New York, New York 10173-0002

Licensing Division
Telephone: (212)790-4055
Fax: (301) 333-7015

November 6, 2009

James S. Keller
Chief Regulatory Counsel
The PNC Financial Services Group, Inc.
249 Fifth Avenue
One PNC Plaza, 21st Floor
Pittsburgh, Pennsylvania 15222-2707

Re: Application to merge National City Bank, Cleveland, Ohio, with and into PNC Bank,
National Association, Wilmington, Delaware under the charter and title of the latter.
Control No: 2009 NE 02 0017 Charter No: 1316

Dear Mr. Keller:

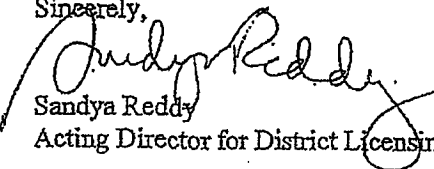
This letter is the official certification of the Comptroller of the Currency to merge National City Bank, Cleveland, Ohio ("NCB"), with and into PNC Bank, National Association, Wilmington, Delaware ("PNC Bank"), effective as of close of business on November 6, 2009. The resulting bank's title is PNC Bank, National Association, charter number 1316.

This is also the official authorization given to PNC Bank, the resulting bank, to operate branches of NCB as branches of the resulting bank. Branches of a national bank target are automatically carried over to the resulting bank and retain their current OCC branch numbers.

We understand that upon consummation, the capital surplus of PNC Bank will increase. Within 30 days following consummation, please provide this office with the exact dollar amount of the capital change so that we may issue our letter certifying the capital increase.

If the combination does not occur as represented in your letter of October 26, 2009, this certification must be returned to the OCC. Following consummation of the merger, please return the charter certificate for NCB so that we may properly close our files for this bank.

Sincerely,


Sandya Reddy
Acting Director for District Licensing

200827502122

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
10/01/2008	200827502122	MERGED OUT OF EXISTENCE (MEX)	125.00	300.00	.00	105.00	.00

Receipt

This is not a bill. Please do not remit payment.

CORPORATION SERVICE COMPANY
ATTN: LISA VAIDO
887 SOUTH HIGH STREET
COLUMBUS, OH 43206

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jennifer Brunner

1500343

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
NATIONAL CITY MORTGAGE CO.

and, that said business records show the filing and recording of:

Document(s):

MERGED OUT OF EXISTENCE

Document No(s):

200827502122



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 1st day of October, A.D. 2008.

Handwritten signature of Jennifer Brunner in cursive.

Ohio Secretary of State

- Foreign (Non-Ohio) Limited Partnership organized under the laws of the state/country of _____ and registered to do business in the state of Ohio under registration number _____
- Foreign (Non-Ohio) Limited Partnership organized under the laws of the state/country of _____ and NOT registered to do business in the state of Ohio
- Domestic (Ohio) Partnership Having Limited Liability, with the registration number _____
- Foreign (Non-Ohio) Partnership Having Limited Liability organized under the laws of the state/country of _____ and registered to do business in the state of Ohio under registration number _____
- Foreign (Non-Ohio) Partnership Having Limited Liability organized under the laws of the state/country of _____ and NOT registered to do business in the state of Ohio
- General Partnership NOT registered with the state of Ohio

II. MERGING ENTITY

The name, charter/license/registration number, type of entity, state or country of incorporation or organization, respectively, of which is the entities merging out of existence are as follows: (If this is insufficient space to reflect all merging entities, please attach a separate sheet listing the merging entities).

Name/Charter, License or Registration Number	State/Country of Organization	Type of Entity
National City Mortgage Co. (1500343)	Ohio	Corporation
_____	_____	_____
_____	_____	_____
_____	_____	_____

III. MERGER AGREEMENT ON FILE

The name and mailing address of the person or entity from whom/which eligible persons may obtain a copy of the agreement of merger upon written request:

Catherine B. Wexler	1900 East Ninth Street, Loc. 01-2174	
Name	Street Address / P.O. Box Address	
Cleveland	OH	44114
City	State	Zip Code

IV. EFFECTIVE DATE OF MERGER

This merger is to be effective on October 1, 2008 (if a date is specified, the date must be a date on or after the date of filing; the effective date of the merger cannot be earlier than the date of filing. If no date is specified, the date of filing will be the effective date of the merger).

V. MERGER AUTHORIZED

Each constituent entity has complied with all of the laws under which it exists and the laws permit the merger. The agreement of merger is authorized on behalf of each constituent entity and that each person who signed the certificate on behalf of each entity is authorized to do so.

VI STATUTORY AGENT

If the surviving entity is a foreign entity NOT licensed to transact business in this state, the name and address of statutory agent upon whom any process, notice or demand may be served is:

Corporation Service Company	50 West Broad Street, Suite 1800
Name	Mailing Address
Columbus	Ohio 43215
City	Zip Code

If the agent is an individual and using a P.O. Box, check this box to certify the agent is a resident of the state of Ohio.

VII STATEMENT OF MERGER

Upon filing, or upon such later date as specified herein, the merging entity/entities listed herein shall merge into the listed surviving entity.

VIII. AMENDMENTS

In the case of a merger into a domestic corporation, limited liability company, or limited partnership, any amendments to the articles of incorporation, articles of organization, or certificate of limited partnership of the surviving domestic entity shall be filed with the certificate of merger.

Amendments are attached No Amendments

IX. REQUIREMENTS OF CORPORATIONS MERGING OUT OF EXISTENCE

If a domestic or foreign corporation licensed to transact business in this state is a constituent entity and the surviving or new entity resulting from the merger is not a domestic or foreign corporation that is to be licensed to transact business in this state, the certificate of merger or consolidation shall be accompanied by the affidavits, receipts, certificates, or other evidence required by division (G) of section 1702.47 of the Revised Code, with respect to each domestic corporation, and by the affidavits, receipts, certificates, or other evidence required by division (C) or (D) of section 1703.17 of the Revised Code, with respect to each foreign constituent corporation licensed to transact business in this state.

X. QUALIFICATION OR LICENSURE OF FOREIGN SURVIVING ENTITY

A. The listed surviving foreign entity desires to transact business in Ohio as a foreign corporation, bank, savings bank, savings and loan, limited liability company, limited partnership, or partnership having limited liability, and hereby appoints the following as its statutory agent upon whom process, notice or demand against the entity may be served in the state of Ohio. The name and complete address of the statutory agent is:

Name	Mailing Address
City	Ohio Zip Code

If the agent is an individual and using a P.O. Box, check this box to certify the agent is a resident of the state of Ohio.

The subject surviving foreign corporation, bank, savings bank, savings and loan, limited liability company, limited partnership, or partnership having limited liability irrevocably consents to service of process on the statutory agent listed above as long as the authority of the agent continues, and to service of process upon the Secretary of State of Ohio if the agent cannot be found, if the corporation, bank, savings bank, savings and loan, limited liability company, limited partnership, or partnership having limited liability fails to designate another agent when required to do so, or if the foreign corporation's, bank's, savings bank's, savings and loan's, limited liability company's, limited partnership's or partnership having limited liability's license or registration to do business in Ohio expires or is canceled.

B. The qualifying entity also states as follows: (Complete only if applicable)

1. Foreign Notice Under Section 1703.031

(If the qualifying entity is a foreign bank, savings bank, or savings and loan, then the following information must be completed.)

- (a) The name of the Foreign Nationality/Federally chartered bank, savings bank, or savings and loan association is:

National City Bank

- (b) The name(s) of any Trade Name(s) under which the corporation will conduct business:

- (c) The location of the main office (non-Ohio) shall be:

Street Address / P.O. Box Address

City County State Zip Code

- (d) The principal office location in the state of Ohio shall be:

1900 East Ninth Street

Street Address / P.O. Box Address

Cleveland Cuyahoga Ohio 44114
City County State Zip Code

(If there will not be an office in the state of Ohio, please list none)

- (e) The corporation will exercise the following purpose(s) in the state of Ohio:
(Please provide a brief summary of the business to be conducted; a general clause is not sufficient.)

2. Foreign Qualifying Limited Liability Company under section 1705.54

(If the qualifying entity is a foreign limited liability company, the following information must be completed.)

- (a) The name of the For-Profit or Nonprofit limited liability company in its state of organization/registration is:

- (b) The name under which the limited liability company desires to transact business in Ohio (if different from its home state name) is:

- (c) The limited liability company was organized or registered on _____
under the laws of the state/country of _____

- (d) The address to which interested persons may direct requests for copies of the articles of organization, operating agreement, bylaws, or other charter documents of the company is:

Street Address/ P.O. Box Address

City State Zip Code

3. Foreign Qualifying Limited Partnership under section 1782.49

(If the qualifying entity is a foreign limited partnership, the following information must be completed.)

(a) The name of the limited partnership is:

(b) The limited partnership was formed on _____

Under the laws of the state/country of: _____

(c) The address of the office of the limited partnership in its state/country of organization is:

Street Address / P.O. Box Address

City

County

State

Zip Code

(d) The limited partnership's principal office address is.

Street Address / P.O. Box Address

City

County

State

Zip Code

(e) The names and business or residence addresses of the general partners of the partnership are as follows:

Name

Street Address / P.O. Box Address

(If insufficient space to cover this item, please attach a separate sheet listing the general partners and their respective addresses)

(f) The address of the office where a list of the names and business or residence addresses of the limited partners and their respective capital contributions is to be maintained is:

Street Address / P.O. Box Address

City

County

State

Zip Code

The limited partnership hereby certifies that it shall maintain said records until the registration of the limited partnership in Ohio is canceled or withdrawn.

4. Foreign Qualifying Partnership Having Limited Liability Under Section 1775.64

(if the qualifying entity is a foreign partnership having limited liability, the following information must be completed.)

(a) The name of the partnership shall be:

(b) The partnership was formed under the laws of the state/country of :

(c) Please complete the following appropriate section (either item c(1) or c(2)):

(1.) The address of the partnership's principal office in Ohio is:

Street Address / P.O. Box Address

_____ , Ohio _____

City

Zip Code

(If the partnership does not have a principal office in Ohio, then item c(2) must be completed)

(2.) The address of the partnership's principal office (Non-Ohio).

Street Address / P.O. Box Address

City

State

Zip Code

(d) The business which the partnership engages in is:

(Proceed to page 7 for signatures of authorized officers, partners and representatives.)

The undersigned constituent entities have caused this certificate of merger to be signed by its duly authorized officers, partners and representatives on the date(s) stated below

National City Bank
Exact name of entity
By: [Signature]
Its: President
Date: 9/29/2008

National City Mortgage Co.
Exact name of entity
By: [Signature]
Its: President
Date: 9/29/2008

Exact name of entity
By: _____
Its: _____
Date: _____

Exact name of entity
By: _____
Its: _____
Date: _____

Exact name of entity
By: _____
Its: _____
Date: _____

Exact name of entity
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Exact Name of entity
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Its: _____
Date: _____

Exact Name of entity
By: _____
Its: _____
Date: _____

Exact Name of entity
By: _____
Its: _____
Date: _____

Exact Name of entity
By: _____
Its: _____
Date: _____

An authorized representative of each constituent corporation, partnership, or entity must sign the merger certificate ORC 1701.81(A), 1702.43 (A), 1705.38(A), 1775.47(A), 1782.433(A)

Instructions for Certificate of Merger

This form should be used if you wish to file a certificate of merger following an adoption by constituent entities of an agreement of merger.

Surviving Entity Information

The name of the entity surviving the merger must be provided. Also, provide the surviving entities new name if you choose to change the name as a result of the merger. Check the appropriate box and complete the blanks to state the type of entity that survived. This may require a charter/registration/license number and a state of organization if the surviving entity is a foreign entity.

Merging Entity Information

The name, charter/registration/license number, state of organization and type of entity must be provided for each merging entity. If the space provided on the form is insufficient please submit an additional sheet listing the merging entities. Additional provisions should be submitted on a single-sided, 8 ½ x 11 sheet(s) of paper.

Address to Contact for Merger Agreement

Pursuant to Ohio Revised Code §1701.81, 1702.43, 1705.38, 1775.47, and 1782.433 (as applicable), a mailing address is required for the person or entity that is to provide, in response to any written request made by a shareholder, partner, or other equity holder of a constituent entity, a copy of the agreement of merger.

Effective Date

The effective date of the merger should be provided, the date by may be on or after the date of the filing of the certificate. If a date is not provided or the date provided is prior to the date of filing, our office will automatically record the date of filing as the effective date.

Merger Authorized

Pursuant to Ohio Revised Code Sections §1701.81, 1702.43, 1705.38, 1775.47, and 1782.433 (as applicable), by signing the certificate of merger, the authorized representatives are agreeing to the statement that each constituent entity has complied with all of the laws under which it exists and that the laws permit the merger. Also, a statement that the merger is authorized on behalf of each constituent entity and that each person who signed the certificate on behalf of each entity is authorized to do so.

Statutory Agent if Surviving Entity is a Foreign Entity Not Licensed in Ohio

If the surviving entity is a foreign entity NOT licensed to transact business in this state, please provide the name and address of the statutory agent upon whom any process, notice, or demand against any constituent entity may be served. The statutory agent must be one of the following: (1) an Ohio resident; (2) an Ohio corporation; or (3) a foreign corporation that is licensed to do business in Ohio. An individual may be an agent and use a P.O. Box as the address, but in order to meet the required standard, the box below the address must be

checked to state the individual is a resident of the state of Ohio. If the agent is a foreign corporation, there may be additional requirements for that foreign corporation. Please see Ohio Revised Code §1701.07, 1702.06, 1705.06, or 1782.04 for more information.

Statement of Merger

Pursuant to Ohio Revised Code Sections §1701.81, 1702.43, 1705.38, 1775.47, and 1782.433 (as applicable), by signing the certificate of merger, the authorized representatives are agreeing to statement that one or more specified constituent entities will be merged into a specified surviving entity.

Amendments

In the case of a merger into a domestic corporation, limited liability company, or limited partnership, any amendments to the articles of incorporation, articles of organization or certificate of limited partnership of the surviving entity shall be filed with the certificate of merger or consolidation. Please check either box to inform our office if you attached amendments or not. If you do not check either box, our office will assume you have not provided amendments.

Requirements of Corporations Merging Out of Existence

The Ohio Revised Code § 1701.86 (H) requires domestic corporations to provide our office with affidavits, receipts, certificates, or other evidence when the corporation files a dissolution. The Ohio Revised Code §1703.17(C) and (D) require a foreign corporation to file similar documents when surrendering their license to transact business in this state.

If one of the constituent entities is a corporation and the surviving entity is not a domestic or foreign corporation that will be licensed to transact business in this state, then the constituent entity will be dissolved or the licensed will be surrendered therefore the same documents must be attached to comply with the above referenced requirements of the Ohio Revised Code.

Qualification or Licensure of Foreign Surviving Entity

If the surviving or new entity is a foreign entity that desires to transact business in the state as a foreign corporation, limited liability company, or limited partnership, the certificate of merger shall be accompanied by the information required under the relevant sections of the Ohio Revised Code.

All entities must provide the name and address of the statutory agent upon whom any process, notice, or demand against any constituent entity may be served. The statutory agent must be one of the following: (1) an Ohio resident; (2) an Ohio corporation; or (3) a foreign corporation that is licensed to do business in Ohio. An individual may be an agent and use a P.O. Box as the address, but in order to meet the required standard, the box must be checked to state the individual is a resident of the state of Ohio. If the agent is a foreign corporation, there may be additional requirements for that foreign corporation. Please see Ohio Revised Code §1701.07, 1702.06, 1705.06, or 1782.04 for more information.

The foreign surviving entity should find the appropriate section to complete on pages four through six of the certificate of merger which corresponds to their entity type. Only one section must be completed, but all information within that section is required in order for the foreign surviving entity to be licensed in Ohio. The relevant revised code sections are listed for reference.

Signature(s)

After completing all information on the filing form, please make sure that page 7 is signed by each representative authorized to sign the certificate on behalf of each constituent entity. Pursuant to Ohio Revised Code Sections §1701.81, 1702.43, 1705.38, 1775.47, and 1782.433 (as applicable), you must provide the office held or the capacity in which the representative is acting by signing the certificate merger.

****Note for Mergers**

Filing the certificate of merger may not be sufficient to comply with all applicable laws. If any constituent entity in a merger is organized or formed under the laws of another state, there also shall be filed in the proper office all documents that are required to be filed in connection with the merger by laws of that state.

Complete the information in this section if box (1), (2) or (3) is checked.

AFFIDAVIT

In lieu of dissolution releases from various governmental authorities (1701.86(H)(6) ORC)

National City Mortgage Co.

(Exact Name of Corporation)

The undersigned, being first duly sworn, declares that on the dates indicated below, each of the named state governmental agencies was advised IN WRITING of the scheduled date of filing of the Certificate of Dissolution and was advised IN WRITING of the acknowledgement by the corporation of the applicability of the provisions of Section 1701.95 of the ORC.

AGENCY	DATE NOTIFIED
Ohio Department of Taxation Dissolution Section Box 182382 Columbus, Ohio 43218-2382	<u>10/1/2008</u>
Ohio Job & Family Services Status and Liability Section Data Correspondence Control Overnight: 4020 East 5th Avenue Columbus, OH 43219-1811 Regular: P.O. Box 182413 Columbus, OH 43218-2413 Fax: 614-752-4811 Phone: 614-466-2319	<u>10/1/2008</u>

The treasurer of any County named below:

_____	_____
_____	_____
_____	_____

Ohio Bureau of Workers' Compensation
30 W. Spring Street
Columbus, Ohio 43215

(Note: This affidavit must be signed by one or more persons executing the certificate of dissolution or by an officer of the corporation.)

By: *Joseph Cartellone* Title: President

Name: Joseph Cartellone
1900 East Ninth Street

(Street) Cleveland (City) OH (State) 44114 (Zip Code)

NOTE: P.O. Box Addresses are NOT acceptable.

Sworn before me and subscribed in my presence on October 1, 2008
(Date)

Susan J. Cramer SUSAN J. CRAMER
Notary Public, State of Ohio, Cuy. Co.
My Commission Expires Jan. 31, 2010

(Notary Seal)

Commission Expires 1/31/2010
(Date)

Complete the information in this section if box (1), (2) or (3) is checked.

STATE OF OHIO

County of Cuyahoga :SS

Joseph Cartellone, being first duly sworn, deposes and says that she/he is


President of National City Mortgage Co.

that this affidavit is made in compliance with section 1701.95 of the ORC:
(Section #)

That said corporation has (Check one of the following)

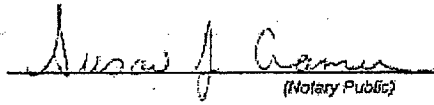
- A. has no personal property in any county in the State of Ohio:
- B. personal property only in the following county(ies)

and that the net assets of said corporation are sufficient to pay all personal property taxes accrued to date.

Signature: 

Name: Joseph Cartellone

Sworn before me and subscribed in my presence on October 1, 2008
(Date)


(Notary Public)

SUSAN J. CRAMER
Notary Public, State of Ohio, Cuy. Cty.
My commission expires Jan. 31, 2010

(Notary Seal)

Commission Expires 1/31/2010
(Date)