

**PLAN OF MERGER
OF
AIA OMAHA, A CHAPTER OF THE AMERICAN INSTITUTE OF ARCHITECTS
WITH AND INTO
AIA NEBRASKA, A CHAPTER OF THE AMERICAN INSTITUTE OF ARCHITECTS**

Pursuant to § 21-19,118 of the Nebraska Nonprofit Corporation Act (the "Act"), the undersigned set forth the following Plan of Merger:

1. The name of each corporation planning to merge is:
 - AIA Omaha, a Chapter of the American Institute of Architects ("AIA Omaha"), a Nebraska nonprofit corporation and mutual benefit corporation under the Act, and
 - AIA Nebraska, a Chapter of the American Institute of Architects ("AIA Nebraska"), a Nebraska nonprofit corporation and mutual benefit corporation under the Act.
2. AIA Nebraska will be the surviving entity in the merger.
3. The terms and conditions of the planned merger are as follows: on January 1, 2017, the effective date of the merger, AIA Omaha will be merged into AIA Nebraska, and AIA Omaha will cease to exist as a separate corporation. AIA Omaha will become a Local Section of AIA Nebraska, in accordance with the Bylaws of the The American Institute of Architects (the "Institute") and with the approval of the Secretary of the Institute.
4. Members of AIA Omaha will become members of the Omaha Local Section of AIA Nebraska.

Dated this ____ day of _____, 2016.

AIA Omaha, a Chapter of the American
Institute of Architects

By: _____
_____, President

AIA Nebraska, a Chapter of the American
Institute of Architects

By: _____
_____, President