

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER (hereinafter referred to as the "Plan of Merger") dated as of the 13th day of February, 1981, by and between THE CREDIT BUREAU INCORPORATED OF GEORGIA, a Georgia corporation (sometimes hereinafter referred to as "CBI" or the "Surviving Corporation") and CREDIT BUREAU OF MARIETTA, INC., a Georgia corporation (sometimes hereinafter referred to as "Marietta") (CBI and Marietta are sometimes hereinafter collectively referred to as the "Constituent Corporations").

W I T N E S S E T H:

WHEREAS, the Boards of Directors of CBI and Marietta have adopted resolutions declaring advisable the proposed merger of Marietta with and into CBI upon the terms and conditions hereinafter set forth.

NOW, THEREFORE, the parties hereto agree to effect the merger provided for in this Plan of Merger upon the following terms and conditions:

1. Merger.

1.1 Names of Constituent Corporations; Merger.
The names of the corporations proposing to merge hereunder are Credit Bureau of Marietta, Inc., a Georgia corporation,

and The Credit Bureau Incorporated of Georgia, a Georgia corporation and a wholly-owned subsidiary of Equifax Inc., a Georgia corporation. On the Effective Date (as defined in Section 1.2 hereof), Marietta shall be merged with and into CBI and the separate existence of Marietta shall cease. The Constituent Corporations shall become a single corporation which shall be The Credit Bureau Incorporated of Georgia and shall continue in existence as the Surviving Corporation under the name "The Credit Bureau Incorporated of Georgia." Except as otherwise specifically set forth herein, the identity, existence, purposes, powers, franchises, rights and immunities of the Surviving Corporation shall continue unaffected and unimpaired by the merger.

1.2 Effective Date. This Plan of Merger shall become effective as soon as the Articles of Merger referred to in Section 4.1 hereof have been filed as required by the laws of the State of Georgia.

2. Terms and Conditions of the Merger.

2.1 Agreement and Plan of Reorganization. The obligations of Marietta and CBI to effect the merger shall be subject to all of the terms and conditions set forth in that certain Acquisition Agreement dated January 27, 1981, among Equifax Inc., CBI, Marietta, and Harold M. Goldsworthy and Regina B. Goldsworthy.

2.2 Articles of Incorporation and By-Laws of Surviving Corporation. On the Effective Date, the Articles of Incorporation and By-Laws of CBI, as in effect immediately prior to the Effective Date, shall continue in full force and effect as the Articles of Incorporation and By-Laws of the Surviving Corporation until altered or amended as provided therein or in accordance with the laws of the State of Georgia.

2.3 Directors and Officers. On the Effective Date, the Board of Directors and Officers of the Surviving Corporation shall consist of all the persons who are the directors and officers of CBI immediately before the merger becomes effective. All of such officers and directors shall continue to hold office until their successors have been duly elected and qualified in accordance with applicable law and the By-Laws of the Surviving Corporation.

2.4 Property and Liabilities. On the Effective Date, the separate existence of Marietta shall cease and Marietta shall be merged with and into CBI as the Surviving Corporation. The Surviving Corporation shall, from and after the Effective Date, possess all the rights, privileges, powers and franchises of whatever nature and description, and shall be subject to all the restrictions and duties of each of the parties hereto; and all rights,

privileges, powers and franchises of each of the parties hereto; and all property (real, personal and mixed) and debts due to either of the parties hereto on whatever account or belonging to either of them shall be vested in the Surviving Corporation; and all property, rights, privileges, powers and franchises, and all and every other interest shall be thereafter as effectually the property of the Surviving Corporation as they were the Constituent Corporations; and the title to any real estate vested by deed or otherwise in either of them shall not revert to or be in any way impaired by reason of such merger. All rights of creditors and liens upon the property of the parties hereto shall be preserved unimpaired, and all debts, liabilities and duties of the parties shall henceforth attach to and be the liabilities of the Surviving Corporation and may be enforced against it to the same extent as if such debts, liabilities and duties had been incurred or contracted by it. If at any time the Surviving Corporation shall consider or be advised that any further assignments, assurances in law, or other acts or instruments are necessary or desirable to vest, perfect, or confirm in the Surviving Corporation the title to any property or rights of the Constituent Corporations, the Constituent Corporations and their proper officers and directors shall and will do all such acts and things as may

be necessary or proper to vest, effect, or confirm title to such property or rights in the Surviving Corporation and otherwise to carry out the purposes of this Plan of Merger.

3. Manner and Basis of Conversion and Exchange of Shares.

3.1 Stock of CPI. The shares of capital stock of CPI outstanding immediately prior to the Effective Date shall not be converted as a result of the merger but shall remain outstanding as the shares of capital stock of the Surviving Corporation.

3.2 Stock of Marietta. All of the capital stock of Marietta issued and outstanding immediately prior to the Effective Date, shall, on the Effective Date, be exchanged for and converted into 32,391 shares of capital common stock, \$2.50 par value, of Equifax Inc. which shall be allocated and distributed among the shareholders of Marietta in the manner set forth on Exhibit A. For purposes of confirming, ratifying and adopting the allocations described in Exhibit A hereto, each of the shareholders of Marietta have joined in the execution of this Plan of Merger.

3.3 Exchange of Share Certificates. On or prior to the Effective Date, each holder of an outstanding certificate or certificates which prior thereto represented shares of capital stock of Marietta shall surrender the

same, duly endorsed and executed as the Surviving Corporation may require, to the Surviving Corporation for cancellation, and such shareholder shall receive in exchange therefor, on the Effective Date, his allocable share of the stock as provided in Section 3.2 hereof. Upon the Effective Date, the holders of certificates evidencing the capital stock of Marietta outstanding immediately prior to the Effective Date shall cease to have any rights with respect to such stock, and their sole rights shall be with respect to the Equifax common stock as set forth in Section 3.2 hereof.

4. Miscellaneous.

4.1 Articles of Merger. Simultaneously with the execution of this Plan of Merger, the parties hereto shall execute Articles of Merger in the form of Exhibit B attached hereto and made a part hereof, and the Surviving Corporation shall cause such Articles of Merger to be filed as required by the laws of the State of Georgia, and shall cause all fees with respect thereto to be paid and all notices with respect thereto to be properly given or published.

4.2 Counterparts. This Plan of Merger may be executed in two or more counterparts each of which shall be deemed to be an original instrument, but all of such counterparts together shall constitute but one Plan of Merger.

IN WITNESS WHEREOF, Credit Bureau of Marietta, Inc.
and The Credit Bureau Incorporated of Georgia have caused
this Agreement and Plan of Merger to be executed by their
duly authorized officers and their corporate seals affixed
hereunto, all as of the day and year first above written.

ATTEST:

William B. Phelan
[CORPORATE SEAL]
Assistant Secretary

THE CREDIT BUREAU INCORPORATED
OF GEORGIA

By: *[Signature]*
Its: *Vice President*

ATTEST:

[Signature]
[CORPORATE SEAL]

CREDIT BUREAU OF MARIETTA, INC.

By: *[Signature]*
Its: *Pres*

CREDIT BUREAU

For purposes of confirming, ratifying and adopting the
allocation of the consideration described in Section 3.2
hereof and Exhibit A hereto, the undersigned, being the
holders of all of the issued and outstanding shares of
capital stock of Marietta, hereby execute this Agreement
and Plan of Merger as of the 13th day of August, 1981.

[Signature]
HAROLD M. GOLDSWORTHY

[Signature]
REGINA E. GOLDSWORTHY

EXHIBIT A

ALLOCATION AND DISTRIBUTION OF
 CONSIDERATION RECEIVED AS A RESULT OF THE
 MERGER OF CREDIT BUREAU OF MARIETTA, INC. INTO
 THE CREDIT BUREAU INCORPORATED OF GEORGIA

SHAREHOLDER	NO. OF SHARES OF MARIETTA OWNED	PERCENTAGE OWNERSHIP OF MARIETTA	NO. OF SHARES OF EQUIFAX TO BE RECEIVED IN MERGER
Harold M. Goldsworthy	11	50%	16,195
Regina B. Goldsworthy	11	50%	16,196
TOTALS	<u>22</u>	<u>100%</u>	<u>32,391</u>

EXHIBIT E TO PLAN OF MERGER

ARTICLES OF MERGER
OF
CREDIT BUREAU OF MARIETTA, INC.
WITH AND INTO
THE CREDIT BUREAU INCORPORATED OF GEORGIA

Credit Bureau of Marietta, Inc., a Georgia corporation, and The Credit Bureau Incorporated of Georgia, a Georgia corporation, pursuant to the applicable provisions of the Georgia Business Corporation Code, hereby execute the following Articles of Merger:

ARTICLE 1.

The Agreement and Plan of Merger ("Plan of Merger") annexed hereto and by this reference made a part hereof, was approved by the respective Boards of Directors of Credit Bureau of Marietta, Inc. and The Credit Bureau Incorporated of Georgia in the manner prescribed by the Georgia Business Corporation Code; had been submitted to the shareholders of Credit Bureau of Marietta, Inc., together with a copy of the most recent annual balance sheets and annual profit and loss statements of Credit Bureau of Marietta, Inc. and of Equifax Inc., a corporation which controls The Credit Bureau Incorporated of Georgia and shares of which are being used to effect the merger, and The Credit Bureau Incorporated of Georgia, on a consolidated basis, and has been approved by the requisite

affirmative vote of such shareholders. Pursuant to Section 22-1003 of the Georgia Business Corporation Code, the approval of the shareholders of The Credit Bureau Incorporated of Georgia is not required. Pursuant to the Plan of Merger, Credit Bureau of Marietta, Inc. will be merged with and into The Credit Bureau Incorporated of Georgia, as the surviving corporation, which will continue under the name "The Credit Bureau Incorporated of Georgia."

ARTICLE 2.

As to Credit Bureau of Marietta, Inc., the shareholder vote required to adopt the Plan of Merger is the affirmative vote of a majority of shares entitled to vote thereon, and the number of shares outstanding and entitled to vote, and the number of shares voted in favor of the Plan of Merger are as follows:

<u>NUMBER OF SHARES ENTITLED TO VOTE</u>	<u>SHARES VOTED IN FAVOR OF PLAN</u>
22	22

No shares of either merging corporation are entitled to vote as a class. No shareholder approval is required of the Shareholders of the Credit Bureau of Marietta, Inc. pursuant to Section 22-1003 of the Georgia Business Corporation Code.

ARTICLE 3.

The effective time and date of the merger shall be as of the time of delivery of these Articles of Merger, together with two (2) conformed copies thereof, to the Secretary of State of Georgia.

IN WITNESS WHEREOF, each of the undersigned corporations has caused these Articles of Merger to be executed by their duly authorized officers and their seals hereunto affixed this ____ day of _____, 1981.

ATTEST:

CREDIT BUREAU OF MARIETTA, INC.

By: _____
Title: _____

[CORPORATE SEAL]

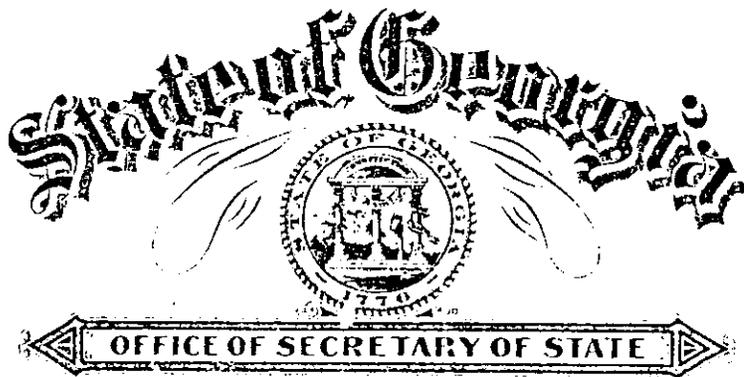
ATTEST:

THE CREDIT BUREAU INCORPORATED
OF GEORGIA

By: _____
Title: _____

[CORPORATE SEAL]

DUPLICATE



J. Ben W. Foltson, Jr., Secretary of State of the State of Georgia, do hereby certify, that "THE CREDIT BUREAU, INCORPORATED OF GEORGIA" and "SOUTHEASTERN CREDIT CORPORATION" both corporations of the State of Georgia will be duly merged under the laws of the State of Georgia and filed in the office of the Secretary of State on the 29th day of December, 1977, effective the 31st day of December, 1977, into "THE CREDIT BUREAU, INCORPORATED OF GEORGIA", and the fees therefor paid, as provided by law, and that attached hereto is a true copy of said articles of merger.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta this **29th** day of **December** in the year of our Lord One Thousand Nine Hundred and Seventy **Seven** and of the Independence of the United States of America the Two Hundred and **Two**.

Ben W. Foltson, Jr.

SECRETARY OF STATE EX OFFICIO COMMISSIONER
COMMISSIONER OF THE STATE OF GEORGIA

RECEIVED

Dec 29 4 10 PM '77

SEN W. FORTENB, JR.
SECRETARY OF STAT-

ARTICLES OF MERGER
OF
SOUTHEASTERN CREDIT CORPORATION
WITH AND INTO
THE CREDIT BUREAU, INCORPORATED OF GEORGIA

Southeastern Credit Corporation, a Georgia corporation (hereinafter referred to as "Merging Corporation") and The Credit Bureau, Incorporated of Georgia, a Georgia corporation (hereinafter referred to as the "Surviving Corporation"), pursuant to the provisions of Title 22, Sections 22-1004 and 22-1005, of the Georgia Business Corporation Code, hereby execute the following Articles of Merger:

ARTICLE I

The following Plan of Merger was approved by the respective Boards of Directors of the Merging Corporation and the Surviving Corporation in the manner prescribed by Section 22-1005 of the Georgia Business Corporation Code:

PLAN OF MERGER

(1) The Merging Corporation, which is a wholly owned subsidiary of the Surviving Corporation, shall be merged with and into the Surviving Corporation, corporate existence of which shall be continued under the name of The Credit Bureau, Incorporated of Georgia and thereafter the individual existence of the Merging Corporation shall cease.

(2) The terms and conditions of the proposed merger and the mode of carrying it into effect are as follows:

(a) The effective date of the merger shall be December 31, 1977.

(b) On the effective date of the merger, separate existence of the Merging Corporation shall cease and it shall be merged with and into the Surviving Corporation.

(c) The Articles of Incorporation of the Surviving Corporation, as in effect on the effective date of the merger, shall continue in full force and effect as the

Articles of Incorporation of the Surviving Corporation.

(d) The ByLaws of the Surviving Corporation, as in effect on the effective date of the merger, shall be the ByLaws of the Surviving Corporation.

(3) On the effective date of the merger, all of the issued and outstanding shares of capital stock of the Merging Corporation, which shares are wholly owned by the Surviving Corporation, shall be cancelled. Each share of the common stock of the Surviving Corporation issued and outstanding immediately prior to the effective date of the merger shall continue unchanged and shall continue to evidence the same number of shares of common stock of the Surviving Corporation.

(4) No changes in the Articles of Incorporation of the Surviving Corporation are to be effected by the merger.

ARTICLE II

The Plan of Merger was not required to be submitted to or approved by the shareholders of the Merging Corporation or the Surviving Corporation because The Credit Bureau, Incorporated of Georgia owns one hundred (100%) percent of the outstanding shares of capital stock of the Merging Corporation and is the Surviving Corporation of the merger, and the Plan of Merger effects no change in the Articles of Incorporation of The Credit Bureau, Incorporated of Georgia.

The affirmative vote of the majority of directors of Merging Corporation and a majority of directors of the Surviving Corporation, respectively, are required to approve the Plan of Merger. The Plan of Merger was approved by the unanimous written consent of the directors of the Merging Corporation and the Surviving Corporation as of the 29 day of December, 1977.

ARTICLE III

The merger provided for by these Articles of Merger shall become effective on December 31, 1977.

RECEIVED
DEC 29 4 04 PM '77
BEN W. FORTSON, JR.
SECRETARY OF STATE

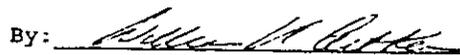
IN WITNESS WHEREOF, the parties hereto have caused these Articles of Merger to be executed and their seals affixed hereto, all by their respective duly authorized officers, this 29 day of December, 1977.

ATTEST:



[CORPORATE SEAL]

SOUTHEASTERN CREDIT CORPORATION

By: 

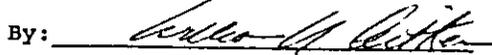
Title: President

ATTEST:



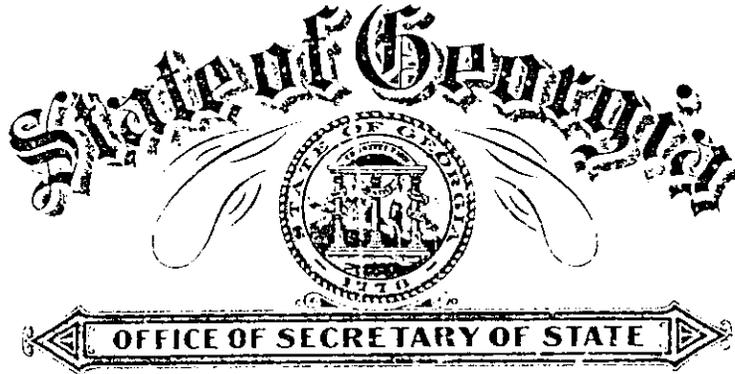
[CORPORATE SEAL]

THE CREDIT BUREAU, INCORPORATED OF
ATLANTA

By: 

Title: President

DUPLICATE



J. Ben W. Fortson, Jr., Secretary of State of the State of Georgia, do hereby certify that

"THE CREDIT BUREAU, INCORPORATED OF GEORGIA," a corporation of the State of Georgia, "CREDIT BUREAUS, INC.", a corporation of the State of Oregon, and "CREDIT BUREAU METRO, INC.", a corporation of the State of California, were on the 21st day of December, 1972, the effective date being December 31, 1972, duly merged under the laws of the State of Georgia, by the Superior Court of Fulton County, into "THE CREDIT BUREAU, INCORPORATED OF GEORGIA", the surviving corporation, as the same appears of file and record in this office.

IN TESTIMONY WHEREOF I have hereunto set my hand and affixed the seal of office, at the Capitol, in the City of Atlanta, this 22nd day of December, in the year of our Lord One Thousand Nine Hundred and Seventy Two and of the Independence of the United States of America the One Hundred and Ninety-Seventh.

Ben W. Fortson, Jr.
SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA.

ARTICLES OF MERGER
OF
CREDIT BUREAUS, INC. AND CREDIT BUREAU METRO, INC.
WITH AND INTO
THE CREDIT BUREAU, INCORPORATED OF GEORGIA

I.

The Agreement and Plan of Merger attached hereto as Exhibit "A" and by reference made a part hereof (the "Plan") was duly approved by the Board of Directors of The Credit Bureau, Incorporated of Georgia, the Board of Directors of Credit Bureaus, Inc. and the Board of Directors of Credit Bureau Metro, Inc. Pursuant to the terms of the Plan, the effective date of the merger is to be December 31, 1972.

II.

On the date of the submission of the Plan to the shareholder of The Credit Bureau, Incorporated of Georgia, 1,000 shares of no par value common stock were outstanding and entitled to vote thereon. The shareholder vote required to adopt the Plan was the affirmative vote of the holders of a majority of the shares entitled to vote thereon. The Plan was adopted by the unanimous affirmative vote of the sole holder of all of the outstanding shares of no par value common stock.

III.

On the date of the submission of the Plan to the shareholder of Credit Bureaus, Inc., 10,000 shares of no par value common stock were outstanding and entitled to vote thereon. The shareholder vote required to adopt the Plan was the affirmative vote of the holders of two-thirds of the shares entitled to vote thereon.

The Plan was adopted by the unanimous affirmative vote of the sole holder of all of the outstanding shares of no par value common stock.

IV.

On the date of the submission of the Plan to the shareholder of Credit Bureau Metro, Inc., 100 shares of no par value common stock were outstanding and entitled to vote thereon. The shareholder vote required to adopt the Plan was the affirmative vote of the holders of two-thirds of the shares entitled to vote thereon. The Plan was adopted by the unanimous affirmative vote of the sole holder of all of the outstanding shares of no par value common stock.

V.

In adopting the Plan, the sole shareholder of The Credit Bureau, Incorporated of Georgia did adopt an amendment to the Articles of Incorporation of said corporation, to be effective upon the effective date of the merger as follows:

The first paragraph of heading VI of the Articles of Incorporation shall be amended by deleting such present first paragraph in its entirety and substituting in lieu thereof a new first paragraph to read as follows:

"The minimum and maximum authorized capital stock of the Corporation shall be 1,250 shares of no par value common stock."

IN WITNESS WHEREOF, The Credit Bureau, Incorporated of Georgia, Credit Bureaus, Inc. and Credit Bureau Metro, Inc. have caused these

Articles of Merger to be executed and their corporate seals to be affixed and have caused the foregoing to be attested, all by their duly authorized officers, on this 21st day of December, 1972.

THE CREDIT BUREAU, INCORPORATED
OF GEORGIA

[CORPORATE SEAL]

Attest:

H. L. Hill
Secretary

By: D. Rutherford
President

CREDIT BUREAUS, INC.

[CORPORATE SEAL]

Attest:

H. L. Hill
Secretary

By: D. Rutherford
President

CREDIT BUREAU METRO, INC.

[CORPORATE SEAL]

Attest:

H. L. Hill
Secretary

By: D. Rutherford
President

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER dated as of December 21, 1972 ("this Agreement") by and among THE CREDIT BUREAU, INCORPORATED OF GEORGIA, a Georgia corporation ("CBI-East"), CREDIT BUREAUS, INC., an Oregon corporation ("CBI-West"), and CREDIT BUREAU METRO, INC., a California corporation ("CBM"), which three corporations are hereinafter collectively called the "Constituent Corporations."

W I T N E S S E T H:

WHEREAS, the authorized capital stock of CBI-East consists of 1,000 shares of no par value common stock, all of which are issued and outstanding and owned by Retail Credit Company, a Georgia corporation ("Retail Credit"); and

WHEREAS, the authorized capital stock of CBI-West consists of 10,000 shares of no par value common stock, all of which are issued and outstanding and owned by Retail Credit; and

WHEREAS, the authorized capital stock of CBM consists of 100 shares of no par value common stock, all of which are issued and outstanding and owned by CBI-West; and

WHEREAS, the respective Boards of Directors of each of the Constituent Corporations deem it advisable and in the best interest of each of such corporations and their respective stockholders that CBI-West and CBM be merged (the "Merger") into CBI-East in the manner herein contemplated;

EXHIBIT A