

**STATE OF IDAHO STATEMENT OF MERGER OF A DOMESTIC LIMITED LIABILITY  
COMPANY INTO A FOREIGN LIMITED LIABILITY COMPANY**

Pursuant to Title 30, Chapter 18 of the Idaho Entity Transactions Act.

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1. The name of the surviving Limited Liability Company is Private Money Exchange, LLC, a limited liability company organized and existing under the laws of the State of Delaware. SECRETARY OF STATE  
STATE OF IDAHO

2. The jurisdiction in which Private Money Exchange, LLC was formed is Delaware.

3. The name of the Limited Liability Company being merged Private Money Exchange, LLC, a limited liability company organized and existing under the laws of the State of Delaware is Private Money Bank.com, LLC, a limited liability company organized and existing under the laws of the State of Idaho.

4. The Agreement of Merger has been approved and executed by each of the business entities which is to merge according to the laws of Idaho and Delaware, whichever is applicable.

5. The Agreement of Merger is on file at a place of business of Private Money Exchange, LLC, and the address thereof is 2100 Northwest Blvd., Suite 110, Coeur d'Alene, Idaho 83814.

6. A copy of the Agreement of Merger will be furnished by the surviving foreign limited liability company, on request and without cost, to any member of any domestic limited liability company or any person holding an interest in any other business entity which is to merge.

7. Private Money Exchange, LLC's Application for Certificate of Authority for Foreign Limited Liability Company has been previously filed with the Idaho Secretary of State.

8. Private Money Exchange, LLC, shall accept service of process in any such action, suit or proceeding at the address set forth in Private Money Exchange, LLC's Application for Certificate of Authority for Foreign Limited Liability Company previously filed with the Idaho Secretary of State - 2100 Northwest Blvd., Suite 110, Coeur d'Alene, Idaho 83814.

9. The effective date for the merger shall be upon filing with the Idaho Secretary of State.

IN WITNESS WHEREOF, the sole member of Private Money Bank.com, LLC, and Private Money Exchange, LLC has executed this certificate this 30<sup>th</sup> day of December, 2011.

By: 

Name: Jacklyn Olsen

Title: Sole Member of Private Money Bank.com, LLC, and Private Money Exchange, LLC

IDAHO SECRETARY OF STATE  
01/24/2012 05:00  
CK: 3672 CT: 265491 DH: 1307496  
1 @ 30.00 = 30.00 STMT MERGE # 2

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