

ARTICLES OF MERGER OF
DEERPOINT, LLC
an Idaho limited liability company

INTO

DEERPOINT, LLC
an Oregon limited liability company

FILED
99 MAY -7 AM 9:08
SECRETARY OF STATE
STATE OF IDAHO

Pursuant to Idaho Code § 53-663, the undersigned constituent limited liability companies hereby submit the following Articles of Merger:

1. The name and state of organization of each limited liability company proposing to merge are:

<u>Name</u>	<u>State of Organization</u>
DEERPOINT, LLC	Idaho
DEERPOINT, LLC	Oregon

2. The name of the surviving limited liability company is DEERPOINT, LLC, an Oregon limited liability company.

3. The Agreement and Plan of Merger was duly authorized and approved by the members of the merging limited liability companies, and has been duly executed by each merging limited liability company.

4. The Agreement and Plan of Merger is on file at the place of business of the surviving limited liability company, located at 5020 Hampton Court, Lake Oswego, Oregon 97035.

5. A copy of the Agreement and Plan of Merger will be furnished by the surviving limited liability company, on request and without cost, to any person holding an interest in either of the merging limited liability companies.

6. The surviving limited liability company, organized under the laws of the State of Oregon, agrees as follows:

(i) that it may be served with process in the State of Idaho in any proceeding for enforcement of any obligation of Deerpoint, LLC, as organized under the laws of the State of Idaho, as well as for enforcement of any obligation of the surviving limited liability company arising from the merger; and

IDAHO SECRETARY OF STATE

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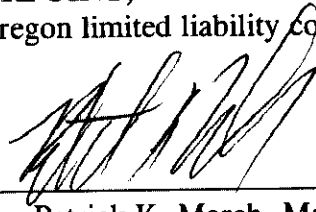
(ii) that the Idaho Secretary of State is hereby appointed as its agent for service of process in any such proceeding, and the address to which a copy of the process shall be mailed to it by the Secretary of State is 5020 Hampton Court, Lake Oswego, Oregon 97035.

EFFECTIVE: April 5, 1999.

SURVIVING LIMITED LIABILITY COMPANY:

DEERPOINT, LLC
an Oregon limited liability company

By: _____

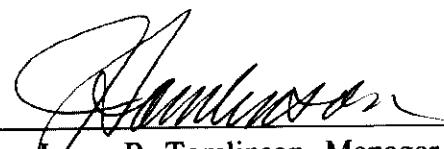


Patrick K. March, Manager

MERGING LIMITED LIABILITY COMPANY:

DEERPOINT, LLC
an Idaho limited liability company

By: _____



James R. Tomlinson, Manager