

**STATEMENT OF MERGER
OF
TRAIL RANCHES, INC.
AND
PARADISE ACRES, INC.**

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SECRETARY OF STATE
STATE OF IDAHO

The following Statement of Merger is delivered pursuant to Section 30-18-205 of the Idaho Entity Transaction Act.

1. The parties to the merger are:

a. Paradise Acres, Inc. ("Paradise Acres"), an Idaho corporation, the target corporation (State File No. C145443); and

b. Trail Ranches, Inc. ("Trail Ranches"), an Idaho Corporation, the acquiring/surviving corporation (State File No. C50610).

2. Approval of the Plan of Merger was required by the shareholders of Paradise Acres, as the target corporation, pursuant to Section 30-18-203 of the Idaho Entity Transactions Act. Rusty L. Trail is the sole shareholder of Paradise Acres, the target corporation. The shareholder votes as a single class casting one vote per share of stock held by said shareholder. As the sole shareholder, Rusty L. Trail approved the Plan of Merger. The representative number of shares approving the Plan of Merger was Ten Thousand (10,000) and the number of shares not approving the Plan of Merger was Zero (0). The number of shares in favor of the Plan of Merger was sufficient for approval of the Plan of Merger.

3. The person to contact about this filing is:

Skylar H. Christensen
McAnaney & Associates
1101 W. River Street, Suite 100
Boise, Idaho 83702

4. The effective date of the merger will be December 31, 2010.

IN WITNESS WHEREOF, the undersigned have executed this Statement of Merger effective December 31, 2010.

[Signature Page Follows]

C50610

Paradise Acres, Inc., an Idaho corporation

Rusty L. Trail President

By: Rusty L. Trail, President

Trail Ranches, Inc. an Idaho corporation

Walter L. "Rocky" Trail

By: Walter L. "Rocky" Trail, President