

STATEMENT OF MERGER
OF
GROSSO ENTERPRISES, INC.
(an Idaho corporation)
WITH AND INTO
REDDY ICE CORPORATION
(a Nevada corporation)

11 MAY 18 PM 1:14
SECRETARY OF STATE
STATE OF IDAHO

Pursuant to the provisions of Pg. 7 of the Idaho Entity Transactions Act, the domestic business corporation and foreign business corporation named herein do hereby submit the following Statement of Merger:

1. The name of the surviving corporation in the merger is **Reddy Ice Corporation**, a corporation organized and existing under the laws of the state of Nevada ("RIC") and registered as a foreign business corporation in the State of Idaho. The name of the non-surviving corporation in the merger is **Grosso Enterprises, Inc.**, a corporation organized and existing under the laws of the state of Idaho ("Grosso Enterprises").

2. RIC owns 100% of the outstanding stock of Grosso Enterprises, and pursuant to Section 30-1-1105 of the Idaho Business Corporation Act, the approval of the directors and shareholders of Grosso Enterprises is not required.

3. The board of directors of RIC duly adopted and approved this Statement of Merger. RIC has a total of 1,000 shares of stock outstanding, all of which is common stock. The total number of shares of Common Stock of RIC entitled to vote on the Statement of Merger was 1,000 shares, all of which votes were cast in approval of the adoption of the Statement of Merger.

4. RIC has complied with the applicable provisions of the laws of the state of Nevada under which it is incorporated, and such laws permit this merger.

(Signatures on following page.)

IDAHO SECRETARY OF STATE
05/18/2011 05:00
CK: 6072 CT: 221028 BH: 127421A
1 @ 30.00 = 30.00 STMT MERGE # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C157807

Dated this 18th day of May, 2011.

GROSSO ENTERPRISES, Inc., an Idaho corporation

By: 

Name: Kenneth C. Fernandez

Title: President

REDDY ICE CORPORATION, a Nevada corporation

By: 

Name: Steve Donack

Title: CFO

FILED EFFECTIVE

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IDAHO SECRETARY OF STATE
05/18/2011 05:00
CK: 6072 CT: 221020 BH: 1274210
1 @ 30.00 = 30.00 STMT MERGE # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C/66356

Dated this 1st day of May, 2011.

GROSSO ENTERPRISES, Inc., an Idaho corporation

By: 

Name: Kenneth C. Fernandez
Title: President

REDDY ICE CORPORATION, a Nevada corporation

By: 

Name: Steve Donack
Title: CEO
