

STATEMENT OF MERGER

MERGING

**DARMODY MANAGEMENT INC.,
AN IDAHO CORPORATION.**

WITH AND INTO

**S&R MGMT INC.,
AN IDAHO CORPORATION**

JANUARY 1, 2019

*Pursuant to Chapter 22, Part 2, Title 30 of the
Idaho Entity Transactions Act*

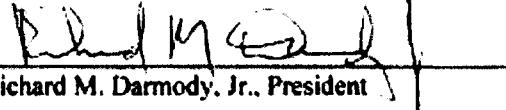
Darmody Management, Inc., an Idaho corporation ("DMI") and S&R MGMT Inc., an Idaho corporation ("S&R"), do hereby certify as follows:

1. The constituent corporations in the merger (the "Merger") are DMI, with its principal place of business at 1705 S. Milwaukee Street, Boise, Idaho 83709, and S&R, with its principal place of business at 1705 S. Milwaukee Street, Boise, Idaho 83709.
2. An Agreement and Plan of Merger (the "Merger Agreement") has been duly authorized and approved by the Board of Directors and Shareholders of DMI in accordance with Chapter 22, Part 2, Title 30 of the Idaho Entity Transactions Act (the "IETA"), and the Board of Directors and Shareholders of S&R also in accord with IETA.
3. Pursuant to the Merger Agreement and in accordance with the IETA, DMI is being merged with and into S&R, with S&R being the surviving corporation in the Merger (the "Surviving Corporation").
4. The address of the Surviving Corporation where copies of process may be sent is 1705 S. Milwaukee Street, Boise, Idaho 83709.
5. The Merger is effective as of January 1, 2019.

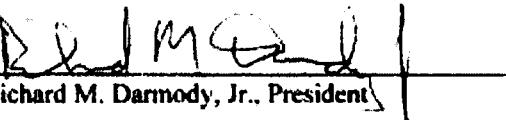
(Signature(s) on following page(s).)

IN WITNESS WHEREOF, DMI and S&R have caused this Statement of Merger to be executed by their respective authorized officers effective as of the date first set forth above.

Darmody Management Inc.

By: 
Richard M. Darmody, Jr., President

S&R MGMT Inc.

By: 
Richard M. Darmody, Jr., President