

FILED EFFECTIVE

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SECRETARY OF STATE
STATE OF IDAHO

STATEMENT OF MERGER

Pursuant to the Washington Limited Liability Company Act and the Idaho Model Entity Transitions Act, the undersigned limited liability companies adopt the following Statement of merger.

ARTICLE I.

PARTIES. The parties to this merger are the HEALTHSUM Syndicate, LLC, a limited liability company created under the laws of the state of Washington (the "Surviving Company"), and the HEALTHSUM Syndicate, LLC, a limited liability company created under the laws of the state Idaho (the "Merging Company").

ARTICLE II.

FORMATION OF SURVIVING COMPANY. A Certificate of Formation as such term is defined by the Revised Code of Washington § 25.15.071, was issued for the Surviving Company in the state of Washington effective December 19, 2016.

ARTICLE III.

PLAN OF MERGER. A Plan of Merger (the "Plan") complying with Revised Code of Washington § 25.15.416 was signed by the Surviving Company and the Merging Company on September 8, 2017.

ARTICLE IV.

APPROVAL BY MEMBERS OF SURVIVING COMPANY. The members of the Surviving Company approved the Plan unanimously on September 8, 2017. The merger and the Plan were approved in accordance with the laws of the State of Washington, including Revised Code of Washington § 25.15.421 and all Organizational Documents as such term is defined in the Revised Code of Washington § 25.15.411(8)(c) including the Operating Agreement of the Surviving Company.

ARTICLE V.

APPROVAL BY MEMBERS OF MERGING COMPANY. The members of the Merging Company approved the Plan unanimously on September 8, 2017. The merger and the Plan were approved in accordance with the laws of the State of Idaho, including Idaho Code §§ 30-22-203 and 30-22-205 and all Organic Rules as such term is defined by Idaho Code § 30-21-102(34) including the Operating Agreement of the Merging Company.

ARTICLE VI.

MERGER. On the effective date, the Merging Company will be merged into the Surviving Company, and the Merging Company will cease to exist.

IDAHO SECRETARY OF STATE

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ARTICLE VII.

EFFECTIVE DATE. The merger will be effective upon the filing of these Articles of Merger in the state of Washington as provided in RCW 23.95.210.

ARTICLE VIII.

AMENDMENTS TO ORGANIZATIONAL DOCUMENTS OF SURVIVING COMPANY. No changes in the Organizational Documents as such term is defined at the Revised Code of Washington § 25.15.411(8)(c) of the Surviving Company are necessary by reason of the merger.

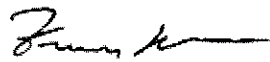
ARTICLE IX.

FOREIGN COMPANY COMPLIANCE. The Surviving Company is not a registered foreign entity in State of Idaho as such term is defined by Idaho Code 30-22-102(24)(b)(5). In accordance with Idaho Code § 30-22-205(b)(8) the Surviving Company names the following as a registered agent in Idaho:


John R. Wenz
1034 Tolo Trail
Moscow ID 83843

DATED: This 4th day of December, 2017

SURVIVING ENTITY - the HEALTHSUM Syndicate, LLC, a Washington Limited Liability Company:

By: 
Fredrick J. Muller, Manager of the HEALTHSUM
Syndicate, LLC, a Washington Limited Liability Co.

MERGING ENTITY – the HEALTHSUM Syndicate, LLC, an Idaho Limited Liability Company:

By: 
Fredrick J. Muller, Manager of the HEALTHSUM
Syndicate, LLC, and Idaho Limited Liability Co.