

FILED EFFECTIVE

09 DEC -8 PM 3:59

STATEMENT OF INTEREST EXCHANGE

SECRETARY OF STATE
STATE OF IDAHO

The undersigned, as officers of Tomlinson & Associates, Inc., an Idaho corporation, affirm the following information in accordance with the Idaho Business Corporation Act, Section 30-18-305:

1. The name of the company that has reorganized and transferred its ownership interests is Tomlinson & Associates, Inc., an Idaho corporation;
2. The name of the company that has acquired all the ownership interests of Tomlinson & Associates, Inc. is Erin Corp., an Idaho corporation;
3. This Statement of Interest Exchange shall be effective upon filing;
4. A plan of reorganization was unanimously approved by the shareholders and Board of Directors of Tomlinson & Associates, Inc. in accordance with the Idaho Business Corporation Act, 30-18-301, et. seq.
5. No amendments to Tomlinson & Associates, Inc.'s Articles of Incorporation were approved or made in conjunction with the plan of reorganization.

TOMLINSON & ASSOCIATES, INC.


By: Gregory Tomlinson, its President


By: Richard Tomlinson, its Secretary

IDAHO SECRETARY OF STATE
12/08/2009 05:00
CK: 1684 CT: 14917 DI: 1198353
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