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ARTICLES OF MERGER OF  
TWO RIVERS REALTY, INC. WITH AND INTO  
BENEWAH INVESTMENT CORP.

SECRETARY OF STATE  
STATE OF IDAHO

The following Articles of Merger are being filed pursuant to Idaho Code 30-1-1106 to reflect the merger of Two Rivers Realty, Inc., an Idaho corporation, with and into Benewah Investment Corp., an Idaho corporation.

1. Attached hereto as Exhibit 1, and incorporation by reference, is a copy of the Plan of Merger.

2. Under the terms of the Plan of Merger, Two Rivers Realty, Inc., was merged into Benewah Investment Corp., as the surviving corporation.

3. Under the terms of the Plan of Merger, all outstanding stock of the subsidiary corporation, Two Rivers Realty, Inc., will be surrendered and canceled, and said corporation will cease to exist; Benewah Investment Corp. will not be affected by the surrender and cancellation of said stock, and the authorized stock of Benewah Investment Corp. shall remain as specified in its original Articles of Incorporation.

4. The Articles of Incorporation of the surviving corporation, Benewah Investment Corp., will continue to be its Articles of Incorporation following the effective date of this merger, subject to the following amendments:

A. Article IV of the Articles of Incorporation shall be amended to read as follows:

The location and post office address of the registered office and principal place of business of this corporation shall be 726 Main Avenue, St. Maries, Idaho, 83861, and the registered agent shall be Don A. Darter, 726 Main Avenue, St. Maries, Idaho, 83861, and the corporation may have such other offices and places of business within or outside the State of Idaho as the single Director shall, from time to time, determine.

IDAHO SECRETARY OF STATE  
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B. Article VIII of the Articles of Incorporation shall be amended to read as follows:

The Board of Directors of the corporation shall be composed of the above-named Don A. Darter, who shall be single Director of Benewah Investment Corp.

5. The Bylaws of the surviving corporation, Benewah Investment Corp., shall continue to be its Bylaws following the effective date of this merger, subject to the following amendments:

A. Article II of the Bylaws of Benewah Investment Corp. shall be amended to read as follows:

The Board of Directors shall be Don A. Darter, a single director, who shall be responsible for general management of said corporation.

B. Article III of the Bylaws of Benewah Investment Corp. shall be amended to read as follows:

The officer of the corporation shall be Don A. Darter, a single officer, who will be vested with and perform the duties of President, Secretary and Treasurer of said corporation, and his term of office shall continue until a successor shall have been elected and qualified.

6. The merger shall be effective January 1, 2006.

Dated this 29<sup>th</sup> day of November, 2005.

TWO RIVERS REALTY, INC.

By:   
Don A. Darter

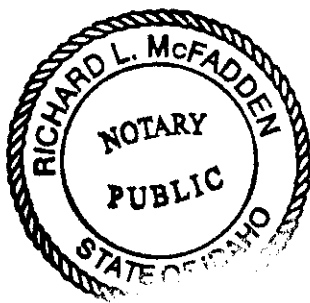
BENEWAH INVESTMENT CORP.

By:   
Don A. Darter

STATE OF IDAHO            )  
  ) ss.  
COUNTY OF BENEWAH    )

This is to certify that before me, the undersigned notary public, in and for the State of Idaho, personally appeared Don A. Darter, and acknowledged to me that he held the offices of sole Director and President of both of the corporations that executed the foregoing instrument, and in said capacity for each corporation, he executed the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the date last above written.



Richard L. McFadden  
Notary Public, State of Idaho  
Residing at: St. Maries  
Commission expires: 2/24/09