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STATE OF IDAHO

**ARTICLES OF MERGER OF DOMESTIC AND FOREIGN CORPORATION
INTO SCI, Inc., a Washington corporation.**

Pursuant to the provisions of the Washington Corporations Act and the Idaho Corporations Act, the undersigned domestic and foreign corporations adopt the following Articles of Merger for the purpose of merging them into a single, surviving, corporation.

FIRST: The names of the undersigned corporations and the States under the laws of which they are respectively organized are:

Name of Corporation: Propane Service Center, Inc., an Idaho corporation

Name of Corporation: SCI, Inc., a Washington corporation.

SECOND: The laws of the State of Idaho, under which Propane Service Center, Inc., is organized, permit such merger. The laws of the State of Washington, under which SCI, Inc. is organized, permit such merger. This corporation has complied with the applicable provisions of sections 30-1-1101 through 30-1-1104, Idaho Code.

THIRD: The name of the surviving corporation is SCI, Inc., a Washington corporation and it is governed by the laws of the State of Washington.

FOURTH: The following Plan of Merger was approved by each of the undersigned corporations:

Statutory merger - Upon director and shareholder approval from both corporations, articles of merger, if required, will be filed as required with the State of Idaho and Washington such that Propane Service Center, Inc., an Idaho corporation, will merge into SCI, Inc., a Washington corporation, forming a single corporation known as SCI, Inc.. All of the assets and liabilities of Propane Service Center, Inc., an Idaho corporation, are conveyed to SCI, Inc., a Washington corporation. The stock of Propane Service Center, Inc., an Idaho corporation, is converted into stock of SCI, Inc., a Washington corporation. This exchange is intended to be tax-free type "A" reorganization pursuant to T.R.C. §368(a)(1)(A).

FIFTH: As to each of the undersigned corporations, the Plan of Merger was adopted in the following manner:

The Plan of Merger was adopted by SCI, Inc., a Washington corporation, by a consent in writing signed by all shareholders and directors.

As to Propane Service Center, Inc., an Idaho corporation, the Plan of Merger was approved by the corporation in the manner prescribed by the laws of the State of Idaho.

IDAHO SECRETARY OF STATE
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Idaho under which it is organized."

SIXTH: The merger will occur January 1, 1999.

Dated this 28th day of December, 1998.

The undersigned, consisting of all the shareholders (holding 100% of all issued stock and all voting power) and all directors of the indicated corporations, consent to the plan of merger by signing below.

By Steve Wade
President Steve Wade, Director and Shareholder
Propane Service Center, Inc., an Idaho corporation

Attest

Cindy Wade
Secretary Cindy Wade, Secretary and Shareholder
Propane Service Center, Inc., an Idaho corporation

By Steve Wade
President Steve Wade, Director and Shareholder
SCI, Inc., a Washington corporation.

Attest

Cindy Wade
Secretary Cindy Wade, Secretary and Shareholder
SCI, Inc., a Washington corporation