

FILED EFFECTIVE

ARTICLES OF MERGER
CORPORATE RESOLUTION OF BOARD OF DIRECTORS OF
ONLINE VENTURES, INC. AND SHAREHOLDER APPROVAL

11 MAY '03 AM 9:36

The undersigned, constituting all of the members of the board of directors of ^{STATE OF IDAHO} Online Ventures, Inc., an Idaho corporation, hereby resolve, consent and declare as follows:

WHEREAS, the Board of Directors of Stormfront Web Services, Inc., has met on the 22nd day of March, 2007;

AND WHEREAS, the Board of Directors of Online Ventures, Inc., has considered the Plan of Merger attached hereto as Exhibit A;

AND WHEREAS, the Board of Directors of Online Ventures, Inc., has determined it is in the best interest of Online Ventures, Inc., an Idaho corporation, to merge with Stormfront Web Services, Inc., an Idaho corporation (the "Merger");

AND WHEREAS, shareholder approval shall be obtained and is evidenced by the signature of each and every shareholder, below;

BE IT HEREBY RESOLVED, that the Board of Directors of Online Ventures, Inc., declares the Merger to be advisable and hereby recommends that Stormfront Web Services, Inc., shall be merged into Online Ventures, Inc., on the Effective Date set forth in the Plan of Merger and on the terms set forth in the Plan of Merger.

RESOLVED, that the officers of Online Ventures, Inc. be, and each acting alone is, hereby authorized to take such other actions as they, or any of them, shall deem necessary, desirable or convenient to consummate the transactions contemplated by and otherwise to effectuate the intent of the foregoing resolutions.

IDAHO SECRETARY OF STATE
05/03/2007 05:00
CK: 37004 CT: 12757 DH: 1851564
1 @ 30.00 = 30.00 MERGER # 2

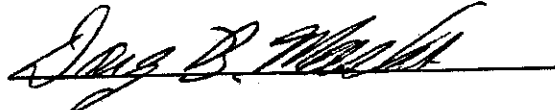
Online Ventures, Inc.
Resolution

1

ORIGINAL

C158702

**STORMFRONT WEB SERVICES INC.
DIRECTORS:**



[Director]




[Director]

SHAREHOLDER APPROVAL

Having reviewed the Plan of Merger attached hereto as Exhibit A and having considered such Plan of Merger and waiving notice of any meeting required by law, and further, having determined that such merger is in the best interests of the companies and the shareholders, we, one hundred percent (100%) of the shareholders of Stormfront Web Services, Inc., do hereby approve the Plan of merger recommended by the Boards of Directors of the respective companies.

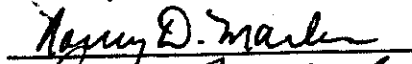
Richard V. Marks:



Dated:

4/25/07

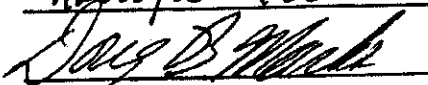
Nancy D. Marks:



Dated:

4-25-07

Douglas B. Marks:



Dated:

4/24/07

Sharon D. Marks:



Dated:

4/25/07

Elsaesser Jarzabek Anderson Marks
Elliott & McHugh, Chtd.
123 S. Third St. 2nd Floor
P.O. Box 1049
Sandpoint, ID 83864

PLAN OF MERGER PURSUANT TO I.C. §30-1-1101

SURVIVING CORPORATION: Online Ventures, Inc., an Idaho Corporation
MERGING CORPORATION: Stormfront Web Services, Inc., an Idaho Corporation
EFFECTIVE DATE: 1 day of April, 2007

TERMS AND CONDITIONS OF MERGER

1. Upon the Effective Date, the Merging Corporation shall merge into the Surviving Corporation, and the Merging Corporation shall cease to exist.
2. Upon the Effective Date, the title to all real estate, contractual, and other property, if any, owned by the Merging Corporation and the Surviving Corporation shall be vested solely in the Surviving Corporation without limitation, reversion, or impairment.
3. Upon the Effective Date, the Surviving Corporation shall have all liabilities, if any, of both the Merging Corporation and the Surviving Corporation.

4. Upon the Effective Date, the Surviving Corporation shall be vested with all the rights, privileges, authorities, powers, assets, and properties of the Merging Corporation, including but not limited to all accounts receivable, claims against third parties, contract rights, and any other property rights of any kind belonging to the Merging Corporation at the moment before the Effective Date.
5. The Articles of Incorporation of the Surviving Corporation will not differ from its Articles of Incorporation before the merger.
6. Douglas B. Marks and Sharon Marks, as joint tenants, own forty percent (40%) of the Merging Corporation. Upon the Effective Date, the entirety of their shares in the Merging Corporation shall be surrendered, and they shall thereafter be owners of twenty percent (20%) owners of the Surviving Corporation's shares, subject to the terms of the Amendment to Employment Agreement Effective April 1, 2007.
7. Richard V. Marks and Nancy Marks, as joint tenants, own sixty percent (60%) of the Merging Corporation. Upon the Effective Date, the entirety of their shares in the Merging Corporation shall be surrendered, and they shall thereafter be owners of eighty percent (80%) owners of the Surviving Corporation's shares.
8. Shareholder approval of the Surviving Corporation is evidenced below by signatures of each and every shareholder of the Surviving Corporation.
Shareholder approval of the Merging Corporation is evidenced below by signatures of each and every shareholder of the Merging Corporation.

OTHER PROVISIONS

No amendments to the Articles of Incorporation or Bylaws of either the Merging Corporation or the Surviving Corporation are necessary, and none shall be made by the merger.

This merger is permitted by the laws of the state of Idaho, I.C. § 30-1-1101 et seq., (state of incorporation of the Merging Corporation and the Surviving Corporation), and the Merging Corporation and the Surviving Corporation have each complied (and shall comply, with respect to requirements the performance of which will necessarily occur after the adoption of the plan of Merger) with the requirements of the laws of their state affecting the merger.