

2004 OCT 21 AM 9:15
STATE OF IDAHO

ARTICLES OF MERGER
of
THE BRADY WILDERNESS RIM RANCH, LLC,
an Idaho limited liability company,
into
J. ROBB BRADY, LLC,
a Wyoming close limited liability company

In compliance with the requirements of Idaho Code § 53-663, the limited liability companies which are the parties to this agreement, adopt these Articles of Merger (these "Articles of Merger") and hereby agree and state as follows:

1. Names of Each Limited Liability Company Which is a Party to the Merger. The name of the entities which are to merge are as follows:

- (a) The Brady Wilderness Rim Ranch, LLC, an Idaho limited liability company.
- (b) J. Robb Brady, LLC, a Wyoming close limited liability company.

2. Agreement. An agreement of merger ("Plan of Merger") has been approved and executed by each of the entities to these Articles of Merger. A copy of said Plan of Merger is attached hereto and by this reference incorporated herein.

3. Name of the Surviving Entity. The name of the surviving entity shall be J. Robb Brady, LLC, a Wyoming close limited liability company. J. Robb Brady, LLC is duly qualified to conduct business within the State of Idaho.

4. Effective Date. The effective date of the merger shall be the date upon which these Articles of Merger are filed.

5. Location of Plan. A copy of the Plan of Merger is on file at a place of business of the surviving entity, namely J. Robb Brady, LLC. The address of such place of business is 314 E. Sunnyside Road, Idaho Falls, Idaho 83404.

IDAHO SECRETARY OF STATE
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CK: none CT: 113024 BH: 772290
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6. **Copy of Plan.** A copy of the Plan of Merger will be furnished by the surviving entity, J. Robb Brady, LLC, on request and without cost to any person holding an interest in either J. Robb Brady, LLC or The Brady Wilderness Rim Ranch, LLC.

7. **Status of the Surviving Entity.** J. Robb Brady, LLC, as the surviving entity, hereby states and agrees as follows:

(a) J. Robb Brady, LLC may be served with process in the State of Idaho in any proceeding for enforcement of any obligation of either J. Robb Brady, LLC or The Brady Wilderness Rim Ranch, LLC; and

(b) J. Robb Brady, LLC hereby appoints the Secretary of State for the State of Idaho as its agent for service of process in any such proceeding. J. Robb Brady, LLC does hereby specify that a copy of such process shall be mailed to J. Robb Brady, LLC at the following address: 314 E. Sunnyside Road, Idaho Falls, Idaho 83404. Alternatively, service may be made upon the duly registered Idaho agent for J. Robb Brady, LLC.

Date: October 14, 2004

**THE BRADY WILDERNESS RIM RANCH,
LLC**

By: J. Robb Brady
J. Robb Brady, Manager

J. ROBB BRADY, LLC

By: J. Robb Brady
J. Robb Brady, Manager

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PLAN OF MERGER
between
THE BRADY WILDERNESS RIM RANCH, LLC,
an Idaho limited liability company,
and
J. ROBB BRADY, LLC,
a Wyoming close limited liability company

Following is a plan of merger by which The Brady Wilderness Rim Ranch, LLC, an Idaho limited liability company, shall merge into J. Robb Brady, LLC, a Wyoming close limited liability company:

1. J. Robb Brady, LLC ("the Wyoming LLC") shall acquire The Brady Wilderness Rim Ranch, LLC ("the Idaho LLC"), with the Wyoming LLC being the surviving limited liability company ("the Merger").
2. Although the assets of the Idaho LLC shall be transferred to the Wyoming LLC, the Wyoming LLC will assume all liabilities of the Idaho LLC.
3. Appropriate Articles of Merger shall be filed with the Idaho Secretary of State to reflect the merger described herein.
4. Effective upon filing of the Articles of Merger, the Idaho LLC shall be merged into the Wyoming LLC and the Idaho LLC shall cease to exist as an independent entity.

Date: October 14, 2004

**THE BRADY WILDERNESS RIM RANCH,
LLC**

By: _____

J. Robb Brady
J. Robb Brady, Manager

J. ROBB BRADY, LLC

By: _____

J. Robb Brady
J. Robb Brady, Manager