

State of Idaho

Department of State.

CERTIFICATE OF MERGER OR CONSOLIDATION

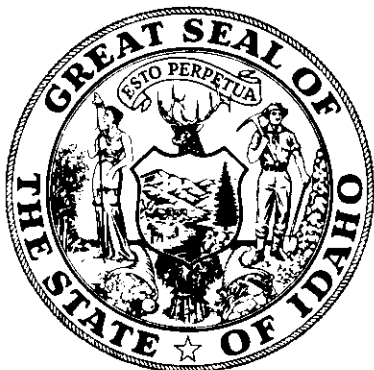
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby certify that
duplicate originals of Articles of Merger of _____
FOUR SEASONS TRAVEL, INC. with and into

into KOS, INC.,

duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have
been received in this office and are found to conform to law.

ACCORDINGLY and by virtue, of the authority vested in me by law, I issue this certificate of
Merger, and attach hereto a duplicate original of the Articles of
Merger.

Dated February 1, 19 82.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

RECEIVED

ARTICLES OF MERGER 02
OF FOUR SEASONS TRAVEL, INC.
INTO
KOS, INC. SECRETARY OF
STATE

Pursuant to the provisions of Section 30-1-75 of the Idaho Business Corporation Act, the undersigned corporation adopts the following Articles of Merger for the purpose of merging a subsidiary corporation into the undersigned as the surviving corporation:

FIRST: The following Plan of Merger was approved by the Board of Directors of the undersigned, as the surviving corporation, in the manner prescribed by the Idaho Business Corporation Act:

A. The corporation shall, as soon as possible, but preferably on January 2, 1982, cease doing business.

B. The corporation shall thereafter, but preferably on January 2, 1982, distribute to KOS, Inc., its sole stockholder, all its assets in exchange for all the stock in the corporation which is held by KOS, Inc.

All distributions by this corporation to KOS, Inc. shall be made within one taxable year of this date.

C. KOS, Inc., shall assume all of the liabilities of this corporation.

D. The officers of this corporation are hereby empowered to effectuate such action as is necessary to effectuate this plan of complete liquidation, and to liquidate and merge the corporation, including without limitation the execution and filing of the Certificate of Merger with the appropriate State authorities, and the preparation and filing with the Internal Revenue Service of any papers or documents which may be necessary or appropriate.

SECOND: The number of outstanding shares of each class of the subsidiary corporation and the number of such shares of each class owned by the surviving corporation are as follows:

| <u>Name of Subsidiary</u> | <u>Number of Shares Outstanding</u> | <u>Designation of Class</u> | <u>Number of Shares Owned by Surviving Corporation</u> |
|---------------------------|---|---------------------------------|--|
| Four Seasons Travel, Inc. | 20 | Common | 20 |

THIRD: The shareholder of Four Seasons Travel, Inc. has waived all notice requirements on January 2, 1982.

Dated: January 2, 1982.

KOS, INC.

By Dolores Scott Chapman
Dolores Scott Chapman, President

and Mary Leslie O'Neill
Leslie O'Neill, Secretary

FOUR SEASONS TRAVEL, INC.

By Dolores Scott Chapman
Dolores Scott Chapman, President

and Mary Leslie O'Neill
Leslie O'Neill, Secretary

STATE OF IDAHO)
 (
County of Ada)

Dolores Scott Chapman and Leslie O'Neill, each for herself, being first duly sworn on oath, deposes and says:

That she is the President and Secretary, respectively, of KOS, Inc.; that she is authorized to execute this verification on behalf of said corporation; that she has read the foregoing Articles of Merger and knows the contents thereof; that the same is true of her own knowledge, except as to matters stated therein on her information and belief, and as to those matters she believes it to be true.

Dolores Scott Chapman
Dolores Scott Chapman
Mary Leslie O'Neill
Leslie O'Neill

SUBSCRIBED AND SWORN to before me this 2 day of January, 1982.

J. M. Stule
Notary Public for Idaho
Residing at Boise, Idaho

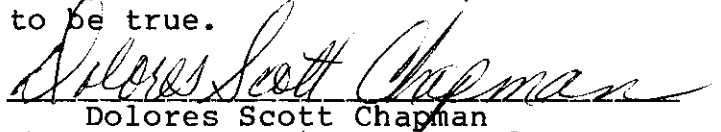
ARTICLES OF MERGER -

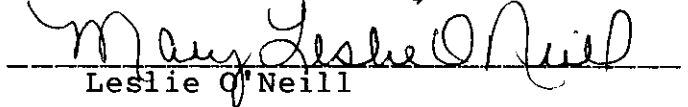
2.

STATE OF IDAHO)
 (
County of Ada)


Dolores Scott Chapman and Leslie O'Neill, each for herself, being first duly sworn on oath, deposes and says:

That she is the President and Secretary, respectively, of Four Season Travel, Inc.; that she is authorized to execute this verification on behalf of said corporation; that she has read the foregoing Articles of Merger and knows the contents thereof; that the same is true of her own knowledge, except as to matters stated therein on her information and belief, and as to those matters she believes it to be true.


Dolores Scott Chapman


Leslie O'Neill

SUBSCRIBED AND SWORN to before me this 2 day of January, 1982.


Notary Public for Idaho
Residing at Boise, Idaho