

# State of Idaho

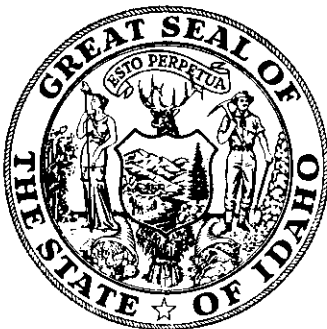
## Department of State

### 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 APPLE CORP., an Idaho corporation, into TRANS ENERGY, INC., a Nevada corporation, 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 17, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Larry J. Clark*

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# ARTICLES OF MERGER

OF

APPLE CORP.

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Pursuant to the provisions of Section 30-1-74 of Idaho Code, the following Articles of Merger are hereby submitted by Apple Corp., an Idaho corporation (the "Corporation"):

1. On the 15th day of November, 1993, the Corporation entered into an agreement (the "Agreement") to merge the Corporation with and into Trans Energy, Inc., a corporation organized under the laws of the State of Nevada ("Trans Energy"), with Trans Energy being the surviving corporation (the "Merger") and whereby each share of the Corporation's common stock currently issued and outstanding on the effective date of the Merger shall, by action of the Merger and without any action on the part of the holder thereof, automatically be converted into one share of the authorized but previously unissued common stock of Trans Energy, par value \$.005 per share; and whereby the one share of Trans Energy common stock currently issued and outstanding will be surrendered to the surviving corporation for the purpose of being cancelled on its corporate records. The sole purpose of the Merger is to change the domicile of the Corporation from the State of Idaho to the State of Nevada.

2. At a Special Meeting of Shareholders of the Corporation held September 22, 1993 (the "Meeting"), the shareholders ratified the resolution to empower the Board of Directors to take all necessary and proper corporate action to relocate the domicile of the Corporation to the State of Nevada. The Board of Directors thereafter caused the creation of Trans Energy under the laws of

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the State of Nevada and proceeded to execute the Agreement to merge-out the Corporation into Trans Energy for the sole purpose of changing the domicile of the Corporation to the State of Nevada.

3. Trans Energy agrees that it may be served with process in the State of Idaho in any proceeding for the enforcement of any obligation of the Corporation and in any proceeding for the enforcement of the rights of a dissenting shareholder of the Corporation against Trans Energy; and Trans Energy further agrees that it will promptly pay to the dissenting shareholders of the Corporation, the amount, if any, to which they shall be entitled under the provisions of the Idaho Code with respect to the rights of dissenting shareholders.

At the time of the Meeting, the Corporation had issued and outstanding 2,560,300 shares of common stock. There were 1,509,595 shares represented at the Meeting in person and by proxy. Those shares voting in favor of the proposal were 1,509,595, and those shares voting against were -0-. The shareholders also ratified a reverse split of the shares of the Corporation's common stock, par value \$.005 per share, outstanding immediately prior to the Meeting on a two shares for five shares basis, thereby reducing the stated value of the Corporation by \$7,681.

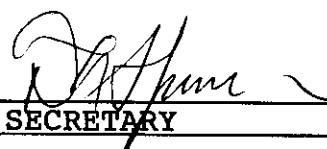
DATED this 15<sup>th</sup> day of November, 1993.

APPLE CORP.

TRANS ENERGY, INC.

BY:   
ITS: PRESIDENT


BY:   
ITS: PRESIDENT


BY:   
ITS: SECRETARY

BY:   
ITS: SECRETARY

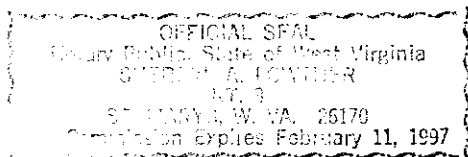
STATE OF West Virginia)  
COUNTY OF Pleasants) :ss,

THE UNDERSIGNED, the President and Secretary respectively of Apple Corp., a corporation organized and existing under the laws of the State of Idaho (the "Corporation"), do hereby certify that at a Special Meeting of Shareholders of said Corporation properly called on September 22, 1993, the Board of Directors was empowered to proceed with the Agreement relating to the Merger of Apple Corp. and Trans Energy, Inc., a Nevada corporation, for the purpose of changing the domicile of the Corporation to Nevada; and such action was duly ratified and authorized by more than fifty percent (50%) of the outstanding and issued shares of said Corporation, which shares were properly represented and voted at said Meeting. Also that said Meeting was held pursuant to a resolution of the Board of Directors setting forth the intent of the Merger and that written notice of said Special Meeting setting forth the proposal was given by first class mail to each shareholder of record entitled to vote thereon at least twenty (20) days prior to the holding of the Meeting. The Undersigned further certify that the foregoing correctly sets forth the Merger approved by the shareholders and correctly states the date of adoption thereof, the number of shares outstanding, the number of shares voted for and the number of shares voted against such proposal.

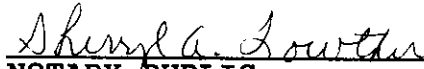
  
LOREN E. BAGLEY, President

  
DENNIS L. SPENCER, Secretary

SUBSCRIBED AND SWORN to before me this 15<sup>th</sup> day of November, 1993.




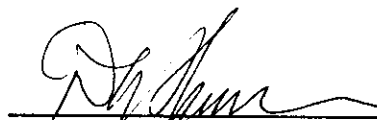
My Commission Expires:  
Feb 11, 1997

  
NOTARY PUBLIC  
Residing at: 210 Second Street  
St. Marys, Wv. 26170

STATE OF West Virginia )  
COUNTY OF Pleasants ) ss,

THE UNDERSIGNED, the President and Secretary respectively of Trans Energy, Inc., a corporation organized and existing under the laws of the State of Nevada, do hereby certify that by unanimous written consent of the shareholders of said corporation, the Agreement relating to the Merger with Apple Corp., an Idaho corporation, was duly and unanimously ratified and authorized by one (1) share of the one (1) share of said Trans Energy Inc.'s common stock issued and outstanding. The Undersigned further certify that the foregoing correctly sets forth the Merger approved by the shareholders and correctly states the date of adoption thereof, the number of shares outstanding, the number of shares voted for and the number of shares voted against such proposal.

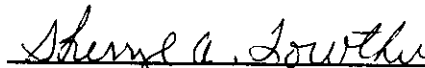
  
LOREN E. BAGLEY, President

  
DENNIS L. SPENCER, Secretary

I, a notary public, do hereby certify that on this 15<sup>th</sup> day of November, 1993, personally appeared before me Loren E. Bagley and Dennis L. Spencer, who, being by me first duly sworn, subscribed to and declared that they are the President and Secretary respectively of Trans Energy, Inc., and that they signed the foregoing document as President and Secretary of said corporation and that the statements contained therein are true.

OFFICIAL SEAL  
Notary Public, State of West Virginia  
SHERRY A. LOWTHER  
ST. 3  
ST. MARYS, W. VA. 26170  
Commission Expires February 11, 1997

My Commission Expires:  
Feb 11, 1997

  
NOTARY PUBLIC  
Residing at: 210 Second Street  
St. Marys, WV. 26170

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SEC. OF STATE

34 FEB 17 AM 8 36 UNIFORM CONSENT TO SERVICE OF PROCESS

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, TRANS ENERGY, INC., (a corporation organized under the laws of the State of Nevada) (a partnership) (an individual) (other \_\_\_\_\_) for the purpose of complying with the laws of the State of Idaho relating to either the registration or sale of securities, hereby irrevocably appoints Secretary of State, and the successors in such office, its attorney in the State of Idaho upon whom may be served any notice, process or pleading in any action or proceeding against it arising out of or in connection with the sale of securities or out of violation of the aforesaid laws of said State; and the undersigned does hereby consent that any such action or proceeding against it may be commenced in any court of competent jurisdiction and proper venue within said State by service of process upon said officer with the same effect as if the undersigned was organized or created under the laws of said State and had lawfully been served with process in said State.

It is requested that a copy of any notice, process or pleading served hereunder be mailed to:

Trans Energy, Inc.

(Name and Address)

210 Second Street, P.O. Box 393, St. Marys, West Virginia 26170

Dated: November 15, 19 93

(Seal)

By: James C. Boyle  
Title Pres.

By: [Signature]  
Title Sec.

(over)

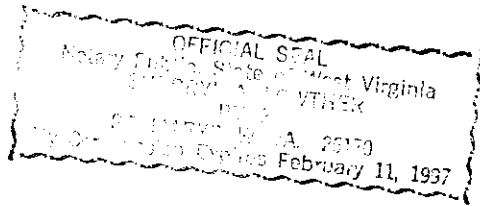
CORPORATE ACKNOWLEDGMENT

STATE OF West Virginia  
COUNTY OF Pleasants } ss.

On this 15th day of November, 19 93, before me Sherryl Lowther  
the undersigned officer, personally appeared Loren E. Bagley  
and Dennis L. Spencer, known personally to me to be the  
President and \_\_\_\_\_ Secretary, respectively, of the above named corporation, and that they, as such  
officers, being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the  
name of the corporation by themselves as such officers.

IN WITNESS WHEREOF I have hereunto set my hand and official seal

(Notarial Seal)



Sherryl G. Lowther  
Notary Public

My Commission expires: Feb 11, 1997

INDIVIDUAL OR PARTNERSHIP ACKNOWLEDGMENT

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_ } ss.

On this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_, before me \_\_\_\_\_, the un-  
dersigned officer, personally appeared \_\_\_\_\_ to me personally known and known  
to me to be the same person(s) whose name(s) is (are) signed to the foregoing instrument, and acknowledged the execu-  
tion thereof for the uses and purposes therein set forth.

IN WITNESS WHEREOF I have hereunto set my hand and official seal.

\_\_\_\_\_  
Notary Public

My Commission expires: \_\_\_\_\_

(Notarial Seal)