

FILED EFFECTIVE
08 JUN -9 AM 8:25
SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF MERGER

TO: Idaho Secretary of State
450 N. 4th Street, PO Box 83720, Boise, ID 83720-0080

DIVINE WAY, LLC, an Idaho Limited Liability Company ("Surviving Company"), pursuant to IC 53-661, *et seq.*, of the Idaho Limited Liability Company Act, and RCW 25.15.405 of the Washington Limited Liability Company Act, hereby executes the following Articles of Merger for the purpose of merging **DIVINE WAY, LLC, a Washington Limited Liability Company** ("Merging Company"), into the Surviving Company:

1. The Plan of Merger approved by and executed by the Surviving Company and Merging Company is attached hereto as Exhibit "A."
2. The merger was unanimously approved by the Members of the Merging Company and by the Members and Manager of the Surviving Company.
3. The name of the Surviving business entity is **DIVINE WAY, LLC.**, which is organized under the laws of the State of Idaho.
4. These Articles of Merger shall be effective as of the date of filing.
5. The agreement of merger is on file at the place of business of the Surviving Company, who address is 3409 West Horizon Avenue, Spokane, WA 99208.
6. That a copy of the plan of merger will be furnished by the Surviving Company on request and without cost, to any person holding an interest in the business entity which is to merge or consolidate.


DATED this 3rd day of June 2008.

DIVINE WAY, LLC
A Washington Limited Liability Company

By 
Daniel W. Murphy, Manager

"Merging Company"

DIVINE WAY, LLC
An Idaho Limited Liability Company

By 
Daniel W. Murphy, Manager

"Surviving Company"

IDAHO SECRETARY OF STATE
06/09/2008 05:00
CK: 270194 CT: 4268 BH: 1118882
1 @ 30.00 = 30.00 LLC MERGER # 2

W 72032

PLAN OF MERGER

THIS PLAN OF MERGER, dated ~~March~~ *June* 3rd, 2008, is by and between **DIVINE WAY, LLC**, an Idaho Limited Liability Company (the "Surviving Company"), and **DIVINE WAY, LLC**, a Washington Limited Liability Company (the "Merging Company").

WHEREAS, the Surviving Company is a limited liability company organized and existing under and by virtue of the laws of the State of Idaho, and

WHEREAS, the Merging Company is a limited liability Company organized existing under and by virtue of the laws of the state of Washington, and

WHEREAS, the Manager of the Surviving Company and the Members of the Merging Company, deem it desirable and in the best interests of the entities and their members that the Merging Company be merged into the Surviving Company.

NOW, THEREFORE, in consideration of the premises and the mutual promises and covenants, and subject to the conditions herein set forth, the merging entities agree as follows:

1. The merging entities shall be merged into a single company by the Merging Company merging with and into the Surviving Company, which shall survive the merger pursuant to the provisions of RCW 25.15.405, *et seq.*, of the Washington Limited Liability Company Act, and IC 53-661, *et seq.*, of the Idaho Limited Liability Company Act. Upon such merger, the separate Company existence of the Merging Company shall cease, and the Surviving Company shall become the owner, without other transfer, of all the rights and property of the Merging Company, and the Surviving Company shall become subject to all debts and liabilities of the Merging Company in the same manner as if the Surviving Company had itself incurred them.
2. The name of the Surviving Company shall be **DIVINE WAY, LLC**, an Idaho Limited Liability Company.
3. The Articles of Organization of the Surviving Company shall remain the same and in no way be affected or changed because of the merger.
4. The Operating Agreement of the Surviving Company shall remain the same and in no way be affected or changed as a result of the merger.
5. The Manager of the Surviving Company, as of the effective date of the merger, shall be the manager of the Surviving Company until its respective successor is elected.
6. All Company interests held by Members in the Merging Company shall cease upon the merger. Upon the effective date of the merger, the Surviving Company shall issue membership interests to each Member in the Merging Company equal to the Company interests held by each Members in the Merging Company.

7. Neither the Merging Company nor the Surviving Company shall, prior to the effective date of the merger, engage in any activity or transaction other than in the ordinary course of business, except as contemplated by this Plan.

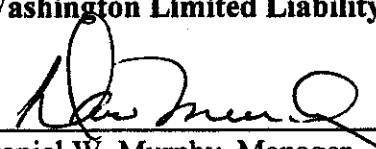
8. This Plan of Merger shall be submitted to the Members of the Merging Company and to the Members of the Surviving Company for approval in the manner provided by the applicable laws of the State of Washington and the State of Idaho, by means of unanimous consent. After the unanimous approval by the vote of the Members of each entity, Articles of Merger shall be filed as required by the laws of the State of Idaho. The merger shall be effective when the Articles of Merger are filed in the office of the Idaho Secretary of State.

9. The Manager of the Merging Company and the Manager of the Surviving Company may, at their discretion, abandon this merger, subject to the rights of third parties under contracts relating thereto, without further action or approval by the members of the entities, at any time before the merger has been completed.

This Plan of Merger may be executed in any number of counterparts, with all such counterparts to constitute an original instrument.

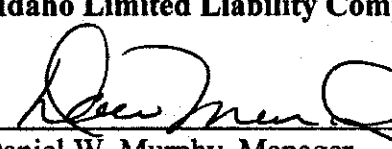
IN WITNESS WHEREOF, the parties have signed this Plan of Merger the day and year first above written.

DIVINE WAY, LLC
A Washington Limited Liability Company

By 
Daniel W. Murphy, Manager

“Merging Company”

DIVINE WAY, LLC
An Idaho Limited Liability Company

By 
Daniel W. Murphy, Manager

“Surviving Company”

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