

Articles Of Merger

Pursuant to Idaho Code 53-663, the parties execute the following Articles of Merger.

1. Parties

Computerized Farming Services LLC, an Idaho limited liability company (CFS-Idaho)

Computerized Farming Services, LLC, a Wyoming limited liability company (CFS-Wyoming)

2. Plan of merger

A merger agreement has been approved and executed by CFS-Idaho and CFS-Wyoming.

2.1. Surviving entity

On the effective date, CFS-Wyoming shall merge into CFS-Idaho. After the merger, the separate existence of CFS-Wyoming shall cease and CFS-Idaho shall be the surviving entity and continue under the laws of the State of Idaho.

2.2. Effective date

The effective date of the merger is the date of filing these Articles of Merger.

2.3. Merger agreement

The merger agreement is on file at the offices of CFS-Idaho and a copy will be furnished upon request and at no cost to any person holding an interest in CFS-Idaho or CFS-Wyoming.

3. Effect of merger

3.1. Taxation

Pursuant to Internal Revenue Code section 708(b)(2)(A), this is a tax-free merger of two business entities taxed as partnerships.

3.2. Exchange of membership interests

Upon the effective date, the membership interests in CFS-Wyoming, without any action on the members' part, shall automatically convert to a membership interest in CFS-Idaho. The membership interests in CFS-Idaho shall have the same rights as a previous CFS-Wyoming membership interest before the effective date.

3.3. Assets

As a result of the merger, all property of CFS-Wyoming, including real property, personal property, intangible properties, receivables, and

contract rights shall be automatically transferred to CFS-Idaho.

3.4. Liabilities

As a result of the merger, all liabilities of CFS-Wyoming shall be assumed by CFS-Idaho.

3.5. Articles of organization and operating agreement

The articles of organization for CFS-Idaho before the effective date shall continue to be the articles of organization for CFS-Idaho after the effective date. The operating agreement of CFS-Idaho before the effective date shall continue to be the operating agreement for CFS-Idaho after the effective date.

Computerized Farming Services, LLC (WY)

By: Stacie Bateman, Member
Stacie Bateman, Member

Computerized Farming Services LLC (ID)

By: Stacie Bateman, Manager
Stacie Bateman, Manager

2003 JUL -7 AM 9:05
SECRETARY OF STATE
STATE OF IDAHO

FILED EFFECTIVE

IDAHO SECRETARY OF STATE
07/07/2003 05:00
CK: 9273 CT: 1681 DH: 689661
1 @ 30.00 = 30.00 MERGER # 2

W2272