

**FILED EFFECTIVE**

**STATEMENT OF MERGER**

To the Idaho Secretary of State  
450 North 4th Street, Boise, Idaho

2012 OCT 31 PM 4: 36

SECRETARY OF STATE  
STATE OF IDAHO

**THIS STATEMENT OF MERGER** is effective as of the 31st day of October, 2012, involving RRR, INC., an Idaho corporation ("Surviving Corporation"), and RRR, INC, a California corporation ("Disappearing Corporation") which is being merged into Surviving Corporation, and are intended to comply with Idaho Code Section 30-18-205 and California Code Section 1-1-11.

**1. PLAN OF MERGER.**

The Board of Directors of the Surviving Corporation and the Disappearing Corporation each determined the merger to be in the best interests of Surviving Corporation and Disappearing Corporation. A copy of the Plan and Agreement of Merger dated even date herewith (the "Plan of Merger") shall be kept on file at the principal place of business of the Surviving Corporation, which is P.O. Box 83717, Boise, Idaho 83707. A copy of the Plan of Merger will be furnished by the Surviving Corporation to any shareholder of the Surviving Corporation and Disappearing Corporation upon written request from such shareholder.

**2. ARTICLES OF INCORPORATION.**

The Articles of Incorporation of the Surviving Corporation attached hereto and filed with the Idaho Secretary of State shall be the Articles of Incorporation of the Surviving Corporation.

**3. SHAREHOLDER APPROVAL REQUIRED.**

Pursuant to Idaho Code Section 30-1-1104 and California Code Section 1-1-1201, the merger requires shareholder approval by the shareholders of both the Surviving Corporation and the Disappearing Corporation. The shareholders of each of the Surviving Corporation and the Disappearing Corporation unanimously approved, adopted, executed, and acknowledged the proposed merger.

**4. EFFECTIVE DATE OF MERGER.**

The Effective Date shall be the later of October 31, 2012 or the date this Statement of Merger is filed with the Idaho Secretary of State.

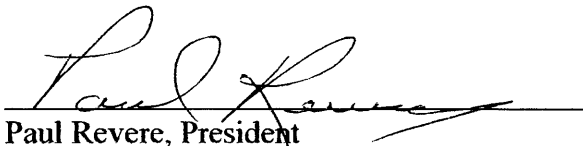
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IDAHO SECRETARY OF STATE  
11/01/2012 05:00  
CK: 19133 CT: 1626 BH: 1346132  
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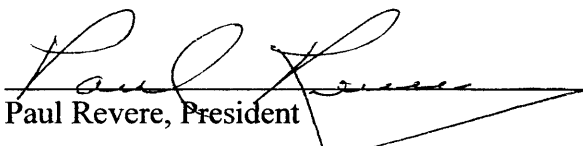
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IN WITNESS WHEREOF, each of the Disappearing Corporation and Surviving Corporation hereto has executed this Statement of Merger effective as of the day and year first set forth above.

**DISAPPEARING CORPORATION:** RRR, INC.,  
a California corporation

By:   
Paul Revere, President

**SURVIVING CORPORATION:** RRR, INC.,  
an Idaho corporation

By:   
Paul Revere, President