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CLERK OF STATE
STATE OF IDAHO

**LUX, INC., AN IDAHO CORPORATION
AND
LUX, INC., A NEVADA CORPORATION
ARTICLES OF MERGER**

The undersigned domestic and foreign corporations adopt the following Articles of Merger for the purpose of merging Lux, Inc., a Nevada corporation, (hereinafter called "Lux, Inc., (Nevada)," into Lux, Inc., an Idaho corporation, (hereinafter called "Lux, Inc., (Idaho)," pursuant to Idaho Code § 30-1-1101 et. seq., and NRS 92A.005 et. seq.

1. The Plan of Merger. A true and correct copy of the Agreement and Plan of Merger is attached hereto.

2. Amendment of Articles of Incorporation. The Articles of Incorporation of Lux, Inc., (Idaho) the surviving corporation, shall continue to be its articles of incorporation following the effective date of the merger.

3. Approval of Plan. As to each of the undersigned corporations, the number of shares outstanding (all such shares being of a single class of common stock) and the number of shares voted for and against such plan respectively by unanimous written consent of the shareholders of each company are as follows:

	Number of Shares Outstanding	Total Voted For	Total Voted Against
Lux, Inc., (Nevada)	7,026	7,026	0
Lux, Inc., (Idaho)	10	10	

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4. Appointment of Agent. Lux, Inc., (Idaho) the surviving corporation, hereby makes an irrevocable appointment of the Secretary of State of the State of Nevada as its agent to accept service of process in any proceeding for the enforcement of any obligation of Lux, Inc., (Nevada) in which Lux, Inc., (Nevada) was previously amenable to suit in the State of Nevada and in any proceeding for the enforcement of the rights of a dissenting shareholder of Lux, Inc., (Nevada) against the surviving corporation. The post office address to which the Secretary of State shall mail a copy of process in any such proceeding is the address of the registered agent of Lux, Inc., (Idaho), namely Edward M. Lux, Big Dog Lane, P.O. Box 309, Nezperce, ID 83543.

6. Rights of Dissenting Shareholders. Lux, Inc., (Idaho), the surviving corporation, further agrees that it will promptly pay the dissenting shareholders of Lux, Inc., (Nevada) the Nevada corporation which has merged with Lux, Inc., (Idaho) the amount, if any, to which they are entitled under the provisions of NRS 92A.300 to 92A.500, inclusive, with respect to the rights of dissenting shareholders.

7. Effective Date. The merger is to be effective immediately upon filing of this certificate with the Secretary of State of the State of Idaho.

DATED the 24th day of July 2002.

LUX, INC., (Nevada)

BY Edward M. Lux
President

Attest: Laura Lux
Secretary

LUX, INC., (Idaho)

BY Edward M. Lux
President

Attest: Laura Lux
Secretary

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER is made this 24th day of July 2002, between LUX, INC., a corporation organized and existing under the laws of the State of Idaho, having its principal place of business at Big Dog Lane, Nezperce, Idaho, (the "Surviving Corporation," and sometimes hereinafter referred to as "LUX, INC., (Idaho)"); and LUX, INC., a corporation organized and existing under the laws of the State of Nevada, having its principal place of business at Big Dog Lane, Nezperce, Idaho, (the "Absorbed Corporation," and sometimes hereinafter referred to as "LUX, INC., (Nevada)"),

Recitals

A. Lux, Inc., (Idaho) is a corporation duly organized and existing under the laws of the State of Idaho, with its principal office located at Big Dog Lane, Nezperce, Idaho.

B. Lux, Inc., (Idaho) has a capitalization of fifty thousand (50,000) authorized shares.

C. Lux, Inc., (Nevada) is a corporation duly organized and existing under the laws of the State of Nevada and authorized to do business in the State of Idaho, with its principal office at Big Dog Lane, Nezperce, Idaho.

D. Lux, Inc., (Nevada) has a capitalization of seventy-five thousand (75,000) shares, having a par value of One Dollar (\$1) per share, of which seven thousand twenty-six (7,026) shares are issued and outstanding.

E. The Boards of Directors of the constituent corporations deem it desirable and in the best interests of the corporations and their shareholders that Lux, Inc., (Nevada) be merged into Lux, Inc., (Idaho) in accordance with the provisions of NRS 92A.300 through 92A.500, inclusive, and Idaho Code § 30-1-1101 et. seq., in order that the transaction qualify as a "reorganization" within the meaning of § 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended.

In consideration of the mutual covenants and subject to the terms and conditions hereinafter set forth, the constituent corporations hereby agree and adopt the following plan of merger as follows:

Section 1. Merger

Lux, Inc., (Nevada) shall be merged into Lux, Inc., (Idaho), which shall be the surviving corporation. On the effective date of the merger, the separate existence of Lux, Inc., (Nevada) shall cease and Lux, Inc., (Idaho) shall succeed to all the rights, privileges, immunities, franchises and all property, real, personal and mixed, of Lux, Inc., (Nevada) without the necessity for any separate transfer. Lux, Inc., (Idaho) shall thereafter be responsible and liable for all liabilities and obligations of Lux, Inc., (Nevada) and neither the rights of creditors, nor any liens on the property of Lux, Inc., (Nevada) shall be impaired by the merger.

Section 3. Conversion of Shares

The manner and basis of converting the shares of Lux, Inc., (Nevada) into shares of Lux, Inc., (Idaho) is as follows:

(a) Each share of the common stock of Lux, Inc., (Nevada) issued and outstanding on the effective date of the merger shall be converted into one (1) share of the common voting stock of Lux, Inc., (Idaho) which shares of Lux, Inc., (Idaho) shall thereupon be issued and outstanding. The total number of shares to be issued to the shareholders of Lux, Inc., (Nevada) by reason of this conversion is seven thousand twenty-six (7,026) shares.

(b) After the effective date of the merger, each holder of certificates for shares of common stock in Lux, Inc., (Nevada) shall surrender them to Lux, Inc., (Idaho) or its duly appointed agent, in such manner as Lux, Inc., (Idaho) shall legally require.

(c) After the effective date of the merger, Lux, Inc., (Idaho) shall promptly pay to shareholders of Lux, Inc., (Nevada) who dissents to the merger the amount, if any, to which those dissenting shareholders are entitled under NRS 92A.380, et. seq., and shall pay to those shareholders of Lux, Inc., (Idaho) who dissent to the merger the amount, if any, to which they are entitled under Idaho Code § 30-1-1301 et. seq.

Section 4. Articles of Incorporation

The Articles of Incorporation of Lux, Inc., (Idaho) shall continue to be its articles of incorporation following the effective date of the merger.

Section 5. Bylaws

The Bylaws of Lux, Inc., (Idaho) shall continue to be its bylaws following the effective date of the merger.

Section 6. Directors and Officers

The directors and officers of Lux, Inc., (Idaho) on the effective date of the merger shall continue as the directors and officers of Lux, Inc., (Idaho) for the full unexpired terms of their offices and until their successors have been elected or appointed and qualify.

Section 7. Approval of Shareholders

This Agreement and Plan of Merger shall be submitted for approval of the shareholders of the constituent corporations in the manner provided by applicable law.

Section 8. Effective Date

The effective date of this merger shall be the date when a certificate of merger is issued by the Secretary of State of the State of Idaho.

Section 9. Abandonment of Merger

This agreement of merger may be abandoned by action of the Board of Directors of either Lux, Inc., (Idaho) or Lux, Inc., (Nevada) at any time prior to the effective date on the happening of either of the following events:

(a) If the merger is not approved by the shareholders of either Lux, Inc., (Idaho) or Lux, Inc., (Nevada) on or before July 31, 2002; or

(b) If, in the judgment of the Board of Directors of either Lux, Inc., (Idaho) or Lux, Inc., (Nevada), the merger would be impractical due to the number of dissenting shareholders asserting appraisal rights under applicable state law.

Executed on behalf of the parties by their officers pursuant to the authorization of their respective Boards of Directors on the date first above written.

LUX, INC., (Idaho)

BY Edward M. Lux
EDWARD M. LUX, President

SURVIVING CORPORATION

LUX, INC., (Nevada)

BY Edward M. Lux
EDWARD M. LUX, President

ABSORBED CORPORATION