

STATEMENT OF MERGER
MERGING GREEN ENERGY, INC.
INTO GREEN ENERGY SERVICES, LLC

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SECRETARY OF STATE
STATE OF IDAHO

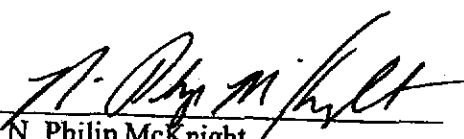
Pursuant to Section 30-18-205 of the Idaho Code, Green Energy Services, LLC, a Florida limited liability company ("Green Services"), hereby delivers this Statement of Merger for the purpose of merging Green Energy, Inc., an Idaho corporation ("Green Corporation"), into Green Services (the "Merger").

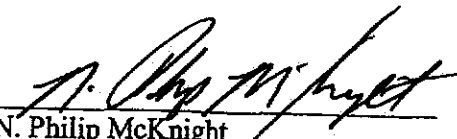
1. A copy of the Plan of Merger (the "Plan") is attached as Exhibit A to this Statement of Merger.
2. The Plan was approved by the shareholders of Green Corporation in accordance with the applicable provisions of Title 30 Chapter 1 of the Idaho Code, on May 31, 2012.
3. The Plan was approved by the sole member of Green Services in accordance with the applicable provisions of Section 608.455 of the Florida Statutes, on May 31, 2012.
4. Green Corporation's address to which the Idaho Secretary of State may send any process served on its office is 238 E. Davis Boulevard, Suite 316, Tampa, Florida 33606.
5. This Merger shall become effective at 12:01 A.M. on June 1, 2012.

IN WITNESS WHEREOF, the constituent entities have executed this Statement of Merger this 31st day of May, 2012.

GREEN ENERGY, INC.,
an Idaho corporation

GREEN ENERGY SERVICES, LLC,
a Florida limited liability company

By: 
 Name: N. Philip McKnight
 Title: Chief Executive Officer

By: 
 Name: N. Philip McKnight
 Title: Manager

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Exhibit A

PLAN OF MERGER

This PLAN OF MERGER (this "Plan") is hereby adopted by GREEN ENERGY, INC., an Idaho corporation ("Green Corporation"), and GREEN ENERGY SERVICES, LLC, a Florida limited liability company ("Green Services"), for the purpose of merging Green Corporation with and into Green Services pursuant to Section 30-18-205 of the Idaho Code ("IC") and Section 608.438 of the Florida Limited Liability Company Act ("FLLCA"). Green Services is sometimes referred to herein as the "Surviving Entity".

1. Terms and Conditions of the Merger. At the Effective Time (as defined herein), Green Corporation will be merged with and into Green Services pursuant to and in accordance with the provisions of IC § 30-18-205 and FLLCA § 608.438 (the "Merger").
2. Parties to the Merger. The names and jurisdiction of organization of the parties to the Merger are:
 - (a) Green Energy, Inc., an Idaho corporation.
 - (b) Green Energy Services, LLC, a Florida limited liability company.
3. Surviving Entity. The name, jurisdiction of organization and kind of entity that will survive the Merger are: Green Energy Services, LLC, a Florida limited liability company.
4. Treatment of Shares and Membership Interests. Each limited liability company membership interest of Green Services outstanding immediately prior to the Effective Time will be unaffected by the Merger and will remain issued and outstanding following the Merger. Each share of stock in Green Corporation issued and outstanding immediately prior to the Effective Time will, by virtue of the Merger and without any action on behalf of any party to this Plan, be cancelled.
5. Articles of Organization. The Articles of Organization of Green Services in effect immediately prior to the Effective Time shall be the Articles of Organization of the Surviving Entity unless and until amended.
6. Operating Agreement. The Operating Agreement of Green Services in effect immediately prior to the Effective Time shall be the Operating Agreement of the Surviving Entity unless and until amended.
7. Abandonment of Merger. The parties to this Plan may abandon the Merger at any time prior to the Effective Time.
8. Effective Time. The Merger shall be effective upon the filing of the Statement of Merger with the Idaho Secretary of State and the filing of the Certificate of Merger with the Florida Department of State.