

STATEMENT OF MERGER

Pursuant to the Idaho Entity Transactions Act, Idaho Code § 30-22-201 et. seq., and the Missouri Revisor of Statutes, RSMo 351.410 et. seq., the undersigned corporations adopt the following Statement of Merger.

ARTICLE I.

PARTIES. The parties to this merger are ECOANALYSTS, INC., a corporation created under the laws of the State of Idaho (the "Surviving Company"), and ECOLOGICAL SPECIALISTS, INC., a corporation created under the laws of the State of Missouri (the "Merging Company").

ARTICLE II.

FORMATION OF SURVIVING COMPANY. A Certificate of Organization was issued for the Surviving Company in the State of Idaho effective December 5, 1994.

ARTICLE III.

PLAN OF MERGER. A Plan of Merger (the "Plan") was signed by the Surviving Company and the Merging Company on April 16, 2019.

ARTICLE IV.

APPROVAL BY MEMBERS OF SURVIVING COMPANY. The board of directors of the Surviving Company approved the Plan unanimously on April 16, 2019. The merger and the Plan were approved in accordance with the laws of the State of Idaho, including Idaho Code §§ 30-22-203 and 30-22-205.

ARTICLE V.

APPROVAL BY MEMBERS OF MERGING COMPANY. The board of directors of the Merging Company approved the Plan unanimously on April 16, 2019. The merger and the Plan were approved in accordance with the laws of the State of Missouri, including Missouri Revisor of Statutes, RSMo 351.410 et. seq.

ARTICLE VI.

MERGER. On the effective date, the Merging Company will be merged into the Surviving Company, and the Merging Company will cease to exist.

ARTICLE VII.

EFFECTIVE DATE. The merger will be effective upon the filing of this Statement of Merger in the State of Idaho.

ARTICLE VIII.

AMENDMENTS TO ORGANIZATIONAL DOCUMENTS OF SURVIVING COMPANY. No changes in the Organizational Documents of the Surviving Company are necessary by reason of the merger.

ARTICLE IX.

FOREIGN COMPANY COMPLIANCE. The Surviving Company is not a registered foreign entity in State of Missouri and does not require a registered agent.

ARTICLE X.

EXECUTED PLAN OF MERGER. The executed Plan of Merger is on file at the Idaho Secretary of State. A copy of such Plan of Merger will be furnished by The Surviving Company on request and without cost, to any shareholder of any corporation that is a party to the Merger.

DATED: This 17 day of April, 2019.


SURVIVING ENTITY – ECOANALYSTS, INC., an Idaho Corporation:

By:



Gary Lester, Director
of ECOANALYSTS, INC.

By:



Scott M. Lindstrom, Director
of ECOANALYSTS, INC.

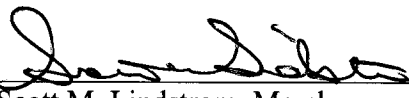
MERGING ENTITY – ECOLOGICAL SPECIALISTS, INC., a Missouri Corporation:

By:



Gary Lester, Director
of ECOLOGICAL SPECIALISTS, INC.

By:



Scott M. Lindstrom, Member
of ECOLOGICAL SPECIALISTS, INC.

**ECOLOGICAL SPECIALISTS, INC. & ECOANALYSTS, INC.
PLAN OF MERGER**

WHEREAS, ECOLOGICAL SPECIALISTS, INC., a Missouri Corporation, (hereinafter referred to as the "Merging Entity") was formed under the laws of the State of Missouri on July 19, 1990;

WHEREAS, ECOANALYSTS, INC., an Idaho Corporation, (hereinafter referred to as the "Surviving Entity") was formed under the laws of the State of Idaho on December 5, 1994; and

WHEREAS, the members of the Merging Entity and the Surviving Entity desire to merge the Merging Entity into the Surviving Entity so that, as a result of this merger, the Merging Entity will terminate and the Surviving Entity will survive.

NOW THEREFORE, in consideration of the mutual obligations contained herein and for other good and valuable consideration, the sufficiency of which is hereby acknowledged, the undersigned members of the Merging Entity and the undersigned members of the Surviving Entity agree as follows:

1. **MERGING ENTITY**. The Merging Entity under this Plan of Merger shall be ECOLOGICAL SPECIALISTS, INC., a Missouri Corporation, formed under the laws of the State of Missouri.

2. **SURVIVING ENTITY**. The Surviving Entity under this Plan of Merger shall be ECOANALYSTS, INC., an Idaho Corporation, formed under the laws of the State of Idaho.

3. **TERMS AND CONDITIONS OF MERGER**. The Merging Entity shall merge into the Surviving Entity in accordance with the terms and conditions stated in this Plan of Merger and shall be effective upon the Effective Date. Upon merger, all property, liabilities, rights, and obligations of the Merging Entity shall become the property, liabilities, rights, and obligations of the Surviving Entity.

4. **SHAREHOLDERS**. Shareholders of the Surviving Entity shall not be affected by the merger of the Merging Entity into the Surviving Entity.

5. **OWNERSHIP INTERESTS**. Ownership interests in the Surviving Entity, as represented in the current share ownership records of the Surviving Entity, shall not be affected by the merger of the Merging Entity into the Surviving Entity.

6. **EFFECTIVE DATE.** The Effective Date of this merger shall be the date on which Articles of Merger are accepted and filed with both the Missouri Secretary of State and the Idaho Secretary of State. If the filing dates differ, then the Effective Date shall be the date on which the Articles of Merger are accepted for filing with the Idaho Secretary of State.

7. **ARTICLES OF INCORPORATION.** The Articles of Incorporation of the Surviving Entity shall be unaffected by the merger of the Merging Entity into the Surviving Entity.

8. **RECORD OF MERGER.** A copy of the executed Plan of Merger shall be kept on file at the principal place of business of the Surviving Entity and shall be furnished, upon written request and without cost, to any shareholder that is a party to this merger.

The Board of Directors of the Merging Entity and the Surviving Entity hereby unanimously approve this Plan of Merger.

Board of Directors of the Merging Entity:

DATED: 4-16-19


GARY LESTER

DATED: 4-16-19

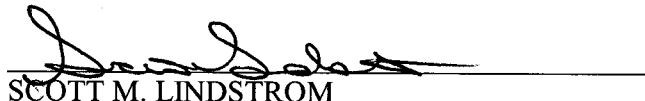

SCOTT M. LINDSTROM

Board of Directors of the Surviving Entity:

DATED: 4-16-19


GARY LESTER

DATED: 4-16-19


SCOTT M. LINDSTROM