

FILED EFFECTIVE

ARTICLES OF MERGER
OF
AMERICAN SLEDHEAD ASSOCIATION, INC.
INTO
AMERICAN SLEDHEAD ASSOCIATION LLC

American Sledhead Association LLC, an Idaho limited liability company, does hereby execute these Articles of Merger in accordance with the requirements of Idaho Code § 53-663 and hereby adopts the same for filing with the Idaho Secretary of State.

1. The names and jurisdictions of formation organization of each business entity which are to merge are as follows:
 - (a) American Sledhead Association, Inc., an Idaho corporation, is the merging entity.
 - (b) American Sledhead Association LLC, an Idaho limited liability company, is the surviving entity into which American Sledhead Association, Inc. is to merge.
2. An agreement of merger has been approved and executed by each business entity which is a party to the merger.
3. The name of the surviving business entity is American Sledhead Association LLC, an Idaho limited liability company.
4. The effective date of the merger shall be upon the filing of these Articles of Merger with the Idaho Secretary of State.
5. The agreement of merger between the entities is on file at the place of business of the surviving entity, which is American Sledhead Association LLC, 360 "B" Street, Idaho Falls, Idaho 83402.
6. A copy of the agreement of merger will be furnished by the surviving entity on request and without cost to any person holding an interest in any business entity which is to merge or consolidate.

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7. The surviving entity is a business entity organized under the laws of the State of Idaho.

8. The Plan of Merger and these Articles of Merger were approved by all Directors and Shareholders of American Sledhead Association, Inc. and all Members of American Sledhead Association LLC.

Dated this 14 day of June,

**AMERICAN SLEDHEAD ASSOCIATION
LLC**

By: _____

Steve Janes, Manager

APPROVED:

AMERICAN SLEDHEAD ASSOCIATION, INC.

By: _____

Steve Janes, President

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PLAN OF MERGER AND REORGANIZATION

The following is a Plan of Merger by which American Sledhead Association, Inc., an Idaho corporation, shall merge into American Sledhead Association LLC, an Idaho limited liability company.

1. American Sledhead Association LLC shall acquire American Sledhead Association, Inc. and American Sledhead Association, Inc. shall merge into American Sledhead Association, Inc. with American Sledhead Association LLC being the surviving entity ("the Merger").
2. The Merger shall be effectuated by a transfer by the shareholders of American Sledhead Association, Inc. of all of the issued and outstanding shares of stock in American Sledhead Association, Inc. in the amount of One Thousand (1,000) shares to American Sledhead Association LLC, and American Sledhead Association LLC shall issue One Thousand (1,000) units of ownership therefor.
3. All the assets of American Sledhead Association, Inc. will be transferred to American Sledhead Association LLC and American Sledhead Association LLC will assume all the liabilities of American Sledhead Association, Inc.
4. All the issued and outstanding stock of American Sledhead Association, Inc. will then be canceled and American Sledhead Association, Inc. will cease to exist.
5. Appropriate Articles of Merger will be filed with the Secretary of State for the State of Idaho.

Dated this 14 day of June, 2005.

**AMERICAN SLEDHEAD
ASSOCIATION, LLC**

By: _____

Steve Janes, Manager

**AMERICAN SLEDHEAD
ASSOCIATION, INC.**

By: _____

Steve Janes, President