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SECRETARY OF STATE
STATE OF IDAHO

**STATEMENT OF MERGER
OF
McMILLEN CONSTRUCTION, LLC (W55722)
Into
McMILLEN ENGINEERING, LLC (W31293)**

The following Statement of Merger is delivered pursuant to Section 30-18-205 of the Idaho Entity Transactions Act.

1. The parties to the merger are:
 - a. McMillen Construction, LLC, an Idaho limited liability company and the merging entity (State File No. W55722) ("McMillen Construction"); and
 - b. McMillen Engineering, LLC, an Idaho limited liability company and the surviving entity (State File No. W31293) ("McMillen Engineering").
2. The merger will be effective December 31, 2008.
3. Pursuant to I.C. §§ 30-18-203, 53-660A(2), and 53-662, approval of the Plan of Merger was unanimously given by vote of the members of McMillen Construction and McMillen Engineering holding voting interests in each of said companies.
4. As approved in the Plan of Merger, after the merger, the public organic document of McMillen Engineering will be amended to change the name of the company to "McMillen, LLC." Additionally, McMillen, LLC will file certificates of assumed business names to allow it to conduct business in Idaho as "McMillen Construction," "McMillen Engineering," and "McMillen." Such name amendment and certificates of assumed business names are attached hereto.

5. The person to contact about this filing is:

Jason D. Melville
McAnaney & Associates, PLLC
1101 W. River Street, Suite 100
Boise, ID 83702
(208) 344-7500

IDAHO SECRETARY OF STATE
12/31/2008 05:00
CK: 4826 CT: 85549 DH: 1158321
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W55722

IN WITNESS WHEREOF, the undersigned have executed this Statement of Merger effective December 31, 2008.

McMILLEN CONSTRUCTION, LLC

By: 
Mara R. McMillen, Manager and President

McMILLEN ENGINEERING, LLC

By: 
Mara R. McMillen, Manager and President