

2011 AUG 12 AM 9:47

STATEMENT OF MERGER

SECRETARY OF STATE
STATE OF IDAHO

ARTICLE 1
Merging Business Entities

The merging business entities are:

| <u>Name</u> | <u>State of Organization</u> | <u>Type of Entity</u> |
|-----------------------------|------------------------------|---------------------------|
| Crane Point, LLC | Oregon | Limited Liability Company |
| Crane Point Industrial, LLC | Idaho | Limited Liability Company |

ARTICLE 2
Surviving Business Entity

The surviving business entity is Crane Point, LLC, an Oregon limited liability company.

ARTICLE 3
Plan of Merger

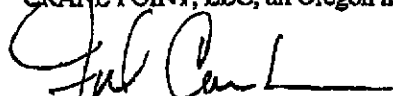
A copy of the plan of merger is attached as Exhibit A.

ARTICLE 4
Approval

The plan of merger was duly authorized and approved by each business entity that is a party to the merger in accordance with ORS 63.487 and I.C. 30-6-1002.

Dated: 19 July, 2011

CRANE POINT, LLC, an Oregon limited liability company


By: Ian Carter, Manager

CRANE POINT INDUSTRIAL, LLC, an Idaho limited liability company


By: Ian Carter, Manager

Person to contact about this filing: Kevin F. Kerstiens
Phone number: (503) 796-2909

1 - ARTICLES OF MERGER
PDX\107696\105505\MLM\7744217.1

IDAHO SECRETARY OF STATE
08/12/2011 05:00
CK: 756034 CT: 172099 BH: 1206252
1 @ 30.00 = 30.00 STMT MERGE # 2

W65297

EXHIBIT A

PLAN OF MERGER

This Plan of Merger sets forth the terms and conditions under which Crane Point Industrial, LLC, an Idaho limited liability company ("Nonsurviving Entity"), will merge with and into Crane Point, LLC, an Oregon limited liability company ("Surviving Company").

SECTION 1 DEFINITION

"Effective Time" shall mean the latest to occur of the following:

- (a) the effective time and date of appropriate Statement of Merger filed with the Idaho Secretary of State; and
- (b) the effective time and date of appropriate Articles of Merger filed with the Oregon Secretary of State; and

SECTION 2 MERGING BUSINESS ENTITIES

The merging business entities will be:

| <u>Name</u> | <u>State of Organization</u> | <u>Type of Entity</u> |
|-----------------------------|------------------------------|---------------------------|
| Crane Point, LLC | Oregon | Limited Liability Company |
| Crane Point Industrial, LLC | Idaho | Limited Liability Company |

SECTION 3 SURVIVING BUSINESS ENTITY

The surviving business entity will be Crane Point, LLC, an Oregon limited liability company.

SECTION 4 MATERIAL TERMS AND CONDITIONS

- 4.1 **Merger.** At the Effective Time, Nonsurviving Entity will merge with and into Surviving Company and the separate existence of Nonsurviving Entity will cease.
- 4.2 **Articles of Organization.** The articles of organization of Surviving Company before the Effective Time, as amended by the amendments set forth on Schedule 4.2, will continue to be the articles of organization of Surviving Company after the Effective Time.
- 4.3 **Managers.** The managers of Surviving Company before the Effective Time will continue to be the managers of Surviving Company after the Effective Time.

SECTION 5 CONVERSION OF OWNERSHIP INTERESTS

The following will occur at the Effective Time:

- (a) **Conversion.** Each 1% ownership interest in Nonsurviving Entity will be converted into a 1% ownership interest in Surviving Company

SECTION 6 ABANDONMENT

At any time before the Effective Time, this Plan of Merger may be abandoned by the managers of Surviving Company or by the managers of Nonsurviving Entity.

Dated: 19 July, 2011

Surviving Company:

CRANE POINT, LLC, an Oregon limited liability company



By: Ian Carter
Its: Manager

Nonsurviving Entity:

CRANE POINT INDUSTRIAL, LLC, an Idaho limited liability company



By: Ian Carter
Its: Manager

SCHEDULE 4.2

Articles of Organization

1. Article 1 is amended to read in its entirety as follows: "The name of the limited liability company is Crane Point Industrial, LLC"