

# State of Idaho

## Department of State

### CERTIFICATE OF MERGER OR CONSOLIDATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Merger of TATES RENTS, INC., an Idaho corporation, into TATE CORPORATION, an Idaho corporation, changing the corporate name to TATES RENTS, INC., duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this certificate of merger, and attach hereto a duplicate original of the Articles of Merger.

Dated: December 30, 1993



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By

*Shirley J. Clark*

DEC 30 4 01 PM '93

SECRETARY OF STATE

**ARTICLES OF MERGER  
OF  
TATES RENTS, INC.  
INTO  
TATE CORPORATION  
(Upon the effective date hereof, to be known as  
TATES RENTS, INC.)**

Pursuant to the provisions of the Idaho Business Corporation Act, the undersigned corporations, Tate Corporation, an Idaho corporation, hereinafter referred to as "Tate Corporation" and sometimes referred to as the "surviving corporation," and Tates Rents, Inc., an Idaho corporation, hereinafter referred to as "Tates Rents," adopt the following Articles of Merger for the purposes of merging Tates Rents into Tate Corporation:

**I.**

The following Plan of Merger was approved by each of the undersigned corporations in the manner prescribed by the Idaho Business Corporations Act:

**1. PLAN OF MERGER:**

**1.1 Surviving Corporation.** On the effective date of the merger, Tates Rents shall be merged with and into Tate Corporation and thereupon the separate existence of Tates Rents shall cease and the above corporations shall become a single corporation which shall be Tate Corporation as the surviving corporation. Thereafter

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ARTICLES OF MERGER - 1

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the name of the surviving corporation shall be, as provided in paragraph 1.2, **Tates Rents, Inc.**

**1.2 Articles of Incorporation of the Surviving Corporation.** The Articles of Incorporation of Tate Corporation shall continue to be the Articles of Incorporation of the surviving corporation until such time as they may be amended in accordance with the Idaho Business Corporation Act. Provided, however, that upon the effective date of the merger, the name of Tate Corporation shall be changed to **Tates Rents, Inc.**, and Articles of Incorporation of the surviving corporation shall read:

The name of the corporation shall be **Tates Rents, Inc.**

**1.3 Bylaws of Surviving Corporation.** The Bylaws of Tate Corporation in effect immediately prior to the effective date of the merger shall continue to be the Bylaws of the surviving corporation until such time as they may be amended or repealed in the manner provided by the Idaho Business Corporation Act. Provided, however, that upon the effective date of the merger, the Bylaws of the surviving corporation shall be amended so that any reference to Tate Corporation will read so as to refer to **Tates Rents, Inc.**

**1.4 Directors of the Surviving Corporation.** The directors of Tate Corporation immediately prior to the effective date of the merger shall continue to

be the directors of the surviving corporation to hold office until their respective successors are duly elected and qualified.

**1.5 Officers of the Surviving Corporation.**

The officers of the surviving corporation shall be:

Sydney Tate, president

Mary Tate, secretary-treasurer

Such officers shall hold office until their respective successors are duly elected and qualified.

**1.6 Conversion of Shares.** Each share of common stock of Tate Corporation which is issued and outstanding or is in treasury immediately prior to the effective date of the merger shall not be affected as a result of the merger and shall continue to be one fully paid and non-assessable share of the surviving corporation's voting common stock with a par value of \$10.00 each. Each share of Tates Rents common stock which is issued and outstanding in the name of Sydney P. Tate and Mary J. Tate, husband and wife, immediately prior to the effective date of the merger shall, by virtue of the merger, be converted into and become, without action on the part of the holder of such common stock, 1.0 fully paid and non-assessable share(s) of voting common stock of the surviving corporation. Each share of Tates Rents common stock which is issued and outstanding in the names of Paula Bramble, Eric Tate, Clinton Tate or

Trenton Tate immediately prior to the effective date of the merger shall, by virtue of the merger, be converted into and become, without action on the part of the holder of such common stock, 1.0 fully paid and non-assessable share(s) of non-voting common stock of the surviving corporation. As soon as practicable after the effective date of the merger, each holder of outstanding certificates of common stock of Tates Rents shall be entitled, upon surrender of the same by such holder for cancellation, as directed by the surviving corporation, to receive new certificates for the number of shares of voting or non-voting common stock of the surviving corporation to which such shareholder is entitled.

II.

As to each of the undersigned corporations, the number of shares outstanding entitled to vote on such plan are:

<u>Name of Corporation</u>	<u>No. of Shares</u>
Tate Corporation	1.00
Tates Rents	2,959.14

III.

As to each of the undersigned corporations, the total number of shares which voted for and against such plan, respectively, are:

Name of Corporation

No. of Shares

Voted  
For

Voted  
Against

Tate Corporation

1.00

-0-

Tates Rents

2,959.14

-0-

Dated this 27<sup>th</sup> day of December, 1993.

TATE CORPORATION, an Idaho  
corporation

By

Sydney P Tate  
Sydney Tate, President

ATTEST:

Mary Tate  
Mary Tate, Secretary

TATES RENTS, INC., an Idaho  
corporation

By

Sydney P Tate  
Sydney Tate, President

ATTEST:

Mary Tate  
Mary Tate, Secretary

STATE OF IDAHO )

County of Canyon )

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On this 27<sup>th</sup> day of December, in the year 1993, before me, Todd A. Rossman, a Notary Public, personally appeared SYDNEY TATE, who being first duly sworn, declared that he is the President of TATE CORPORATION, that he signed the foregoing document as President of the corporation, and that the statements therein contained are true.



Notary Public for Idaho

Commission expires: 1/4/97

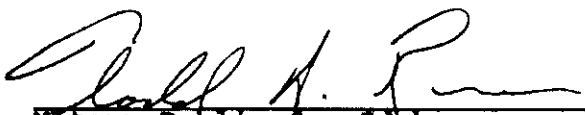
(SEAL)

STATE OF IDAHO )

County of Canyon )

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Notary Public for Idaho

Commission expires: 1/4/97

(SEAL)

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