

FILED EFFECT

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SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF MERGER

The following Articles of Merger are hereby executed and adopted pursuant to the provisions of Idaho Code § 3-1-1102, *et. seq.*, for the purpose of merging **RACEWAY MOTEL CORP.**, a New York corporation, into **RACEWAY CORP.**, an Idaho corporation:

ARTICLE I.

The Plan of Merger provides that Raceway Motel Corp. ("Raceway Motel"), a New York corporation, will merge into Raceway Corp., an Idaho corporation, with Raceway Corp., as the Surviving Corporation, to be governed by the laws of the State of Idaho. Following the merger, the name of the Surviving Corporation shall thereafter be known as Raceway Corp. The laws of the state under which Raceway Motel is organized permit such merger. Following such merger, all of the assets of Raceway Motel shall be owned by Raceway Corp., and all the obligations of Raceway Motel shall be owed by Raceway Corp. All outstanding stock of Raceway Motel shall be converted to an equivalent number of shares of Raceway Corp.

ARTICLE II.

There are 200 shares of the common capital stock of Raceway Motel and 20 shares of the common capital stock of Raceway Corp., outstanding, all of which is currently held by Jitendra M. Patel and Sumitra Patel.

ARTICLE III.

Jitendra M. Patel and Sumitra Patel are the holders of all the issued and outstanding common capital stock of Raceway Corp., and Raceway Motel and waive the mailing of the Plan of Merger.

ARTICLE IV.

The foregoing Plan of Merger was adopted by the unanimous vote of all the stockholders and directors of Raceway Motel and by unanimous vote of all the stockholders and directors of Raceway Corp.

IDAHO SECRETARY OF STATE
02/17/2006 05:00
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IN WITNESS OF The adoption of the foregoing Articles of Merger, Jitendra M. Patel and Sumitra Patel have set their hands hereunder as the President and Secretary/Treasurer, respectively, of Raceway Corp., as of this 16 day of February, 2006.

RACEWAY CORP., an Idaho corporation,

By: Jitendra M. Patel
Jitendra M. Patel, President

By: Sumitra Patel
Sumitra Patel, Secretary/Treasurer

STATE OF IDAHO)

: ss.

County of Ada)

On this 16 day of February, 2006, before me, a Notary Public in and for said State, personally appeared JITENDRA M. PATEL and SUMITRA PATEL, known or identified to me to be the President and Secretary, respectively, of the corporation that executed the instrument or the person who executed the instrument on behalf of said corporation, and acknowledged to me that such corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Sara H. Stringham
Notary Public for Idaho
Residing at: Meridian
My Commission Expires: 12/9/08