

**FILED EFFECTIVE**

**2015 APR 28 AM 10:21**

**SECRETARY OF STATE  
STATE OF IDAHO**

**STATEMENT OF MERGER**

**MERGING**

**Maiden Placer I, LLC**

**an Idaho Limited Liability Company,**

**WITH AND INTO**

**Bunker Hill Ventures, LLC**

**an Idaho Limited Liability Company**

*Pursuant to Chapter 18, Part 2, Title 30 of the  
Idaho Entity Transactions Act*

---

Maiden Placer I, LLC, an Idaho limited liability company ("Maiden Placer") and Bunker Hill Ventures, LLC, an Idaho limited liability company ("Bunker Hill"), DO HEREBY CERTIFY as follows:

1. The constituent entities in the merger (the "Merger") are Maiden Placer, with its principal place of business at 83 Waterfront Drive, Sagle, Idaho 83860 and Bunker Hill, with its principal place of business at 20162 SW Birch St., Suite 350, Newport Beach, California 92660.
2. A Plan of Merger (the "Merger Plan") has been duly authorized and approved by the members and managers of Maiden Placer in accordance with Chapter 18, Part 2, Title 30 of the Idaho Entity Transactions Act ("IETA"). The Merger Plan has been duly authorized and approved by the members and managers of Bunker Hill in accordance with Chapter 18, Part 2, Title 30 of the IETA.
3. Pursuant to the Merger Plan and in accordance with IETA, Maiden Placer is being merged with and into Bunker Hill, with Bunker Hill being the surviving company in the Merger (the "Surviving Corporation").
4. The address of the Surviving Corporation where copies of process may be sent by the Idaho Secretary of State is 20162 SW Birch St., Suite 350, Newport Beach, California 92660.
5. The Merger Plan was submitted to and approved by the managers of Bunker Hill on April 28, 2015, and a majority of the members of Bunker Hill on April 28, 2015.

W142249

IDAHO SECRETARY OF STATE

04/28/2015 05:00

CK:868797 CT:84697 BH:1473061  
1@ 30.00 = 30.00 STMT MERGE #2

6. The Merger Plan was submitted to and approved by the managers of Maiden Placer on April 28, 2015, and a majority of the members of Maiden Placer on April 28, 2015.
7. The Merger is effective as of April 28, 2015, upon filing an executed version of this Statement of Merger with the Idaho Secretary of State pursuant to IETA (the "*Effective Time*").
8. At the Effective Time, the Certificate of Organization of Bunker Hill, as amended and filed with the Idaho Secretary of State, as in effect immediately prior to the Effective Time, shall be the Certificate of Organization of the Surviving Corporation until duly amended.
9. In conjunction with the Merger, the managers and members of the Surviving Corporation shall enter an Amended and Restated Operating Agreement of Bunker Hill.

IN WITNESS WHEREOF, Maiden Placer and Bunker Hill have caused this Statement of Merger to be executed by their authorized officers this 28th day of April, 2015.

**MAIDEN PLACER I, LLC**

By: Richard Kelly Manager

**BUNKER HILL VENTURES, LLC**

By: Richard Kelly Manager