

**STATEMENT OF MERGER OF  
LIBERTY PRODUCE, INC.  
INTO  
BLACKFOOT FRESH COOPERATIVE, INC.**

07 DEC 31 AM 8:33

SECRETARY OF STATE  
STATE OF IDAHO

**FILED EFFECTIVE**

Pursuant to I.C. § 30-18-101, the entities described herein, desiring to effect a merger set forth the following facts:

**ARTICLE I**

The name of the surviving entity is BLACKFOOT FRESH COOPERATIVE, INC.

**ARTICLE II**

The surviving entity is a domestic corporation, incorporated in Idaho on August 31, 2007.

**ARTICLE III**

The name of the nonsurviving entity is LIBERTY PRODUCE, INC.

**ARTICLE III**

The nonsurviving entity is a domestic corporation, organized in Idaho on June 10, 1983.

**ARTICLE IV**

The Plan of Merger, containing the information required by IC §§ 30-18-202, is set forth in Exhibit A, which is attached hereto and made a part hereof.

**ARTICLE V**

The manner of adoption and vote of the surviving entity was as follows:

The shareholders voted unanimously for the merger and share exchange, and instructed the board of directors to do or cause to be done all such acts and things as they may deem necessary and proper in order to effect the merger.

IDAHO SECRETARY OF STATE  
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## ARTICLE VI

The manner of adoption and vote of the nonsurviving entity was as follows:

The members voted unanimously for the merger and share exchange, and instructed the managers to do or cause to be done all such acts and things as they may deem necessary and proper in order to effect the merger.

## ARTICLE VII


These Statement of Merger will be effective upon filing.

In Witness Whereof, the undersigned being the President of the surviving entity, and the Manager of the nonsurviving limited liability company execute these Articles of Merger and verify, subject to the penalties of perjury, that the statements contained are true this 31st day of August, 2007.

LIBERTY PRODUCE, INC.

BLACKFOOT FRESH COOPERATIVE, INC.

By:

  
Larry Watt, President

By:

  
, President