

FILED EFFECTIVE

2013 DEC 18 PM 3:40

SECRETARY OF STATE  
STATE OF IDAHO

**STATEMENT OF MERGER**

*merging*

**JAYKER CONTAINER NURSERY INC.**  
(an Idaho corporation)

*into*

**JAYKER FIELD NURSERY INC.**  
(an Idaho corporation)

Pursuant to Section 30-18-205 of the Idaho Entity Transactions Act:

**JAYKER CONTAINER NURSERY INC.**, an Idaho corporation ("Jayker Container"), and **JAYKER FIELD NURSERY INC.**, an Idaho corporation ("Jayker Field"), do hereby certify that:

**FIRST:** Jayker Container and Jayker Field entered into an Plan and Agreement of Merger dated December 18, 2013 (the "Plan of Merger"), which provides for the merger (the "Merger") of Jayker Container with and into Jayker Field, which will be the Surviving Corporation.

**SECOND:** Jayker Container has outstanding 100,000 shares of Common Stock, all of which were voted in favor of the Plan of Merger. There were no votes cast against the Plan of Merger. As such, the Plan of Merger was duly approved by the Shareholders of Jayker Container.

**THIRD:** Jayker Field has outstanding 100,000 shares of Common Stock, all of which were voted in favor of the Plan of Merger. There were no votes cast against the Plan of Merger. As such, the Plan of Merger was duly approved by the Shareholders of Jayker Field.

**FOURTH:** Article 1 of Jayker Field's Articles of Incorporation is hereby amended to read as follows:

The name of the Corporation is **Jayker Wholesale  
Grower Nursery Inc.**

**FIFTH:** Article 2 of Jayker Field's Articles of Incorporation is hereby amended to read as follows:

The number of shares the Corporation is authorized to issue is ten million (10,000,000).

IDAHO SECRETARY OF STATE  
12/18/2013 05:00  
CK: 29668 CT: 20168 BH: 1402332  
1 @ 30.00 = 30.00 STMT MERGE # 2

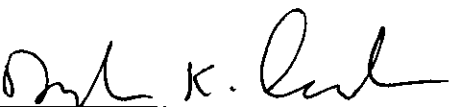
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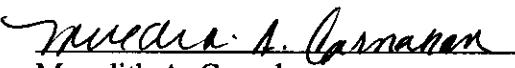
**SIXTH:** Jayker Field hereby effects a forward stock split by changing and reclassifying each one (1) share of Jayker Field's Common stock which is issued and outstanding on the effective date of the Statement of Merger and Plan of Merger into ten (10) shares of Jayker Field's Common Stock.

**SEVENTH:** The effective date of the Statement of Merger and Plan of Merger is January 1, 2014.

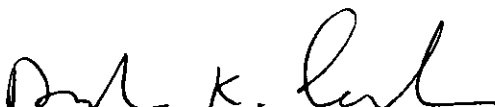
DATED December 18, 2013.

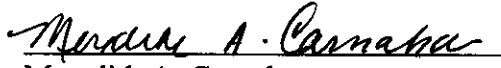
**JAYKER CONTAINER NURSERY INC.**

By:   
Douglas K. Carnahan  
President and Co-Chair of the Board

By:   
Meredith A. Carnahan  
Co-Chair of the Board

**JAYKER FIELD NURSERY INC.**

By:   
Douglas K. Carnahan  
President and Co-Chair of the Board

By:   
Meredith A. Carnahan  
Co-Chair of the Board