

FILED EFFECTIVE

**CERTIFICATE AND ARTICLES OF MERGER
OF DOMESTIC CORPORATIONS**

05 DEC 29 PM 12: 05

GLOBEAGRA CORPORATION INTO 1,4GROUP, INC.

SECRETARY OF STATE
STATE OF IDAHO

Pursuant to Section 30-1-1101 et seq of the Idaho General Business Corporation Law, the undersigned domestic and foreign corporations adopt the following Articles of Merger for the purpose of merging them into the surviving corporation:

FIRST: The names of the corporations proposing to merge are GlobeAgra Corporation, an Idaho corporation, and 1,4Group, Inc., an Idaho corporation.

SECOND: The name of the surviving corporation into which the other corporation is proposed to be merged is 1,4Group, Inc., an Idaho corporation, which shall be governed by the laws of the state of Idaho.

THIRD: The law of the state of Idaho under which such corporations are organized permit this merger.

FOURTH: The following Certificate and Articles of Merger was approved by the Board of Directors and by the shareholders of GlobeAgra Corporation in the manner prescribed by Section 30-1-1102, Idaho Code, and was approved by the Board of Directors and the shareholders of 1,4Group, Inc. in the manner prescribed Section 30-1-102, Idaho Code; and said Certificate and Articles of Merger was approved by all of said corporations in accordance with their respective Articles of Incorporation and By-laws:

**PLAN FOR MERGER
OF IDAHO CORPORATIONS**

Pursuant to the above-described provisions of the Idaho General Business Corporation Law, the following plan for merger of the following participant corporation into a surviving corporation is proposed for approval by the Board of Directors and the shareholders of each of the participant corporations.

1. **NAMES OF MERGING CORPORATIONS.** The names of the corporations proposing to merge are 1,4Group, Inc., an Idaho corporation, and GlobeAgra Corporation, an Idaho corporation.

2. **NAME OF SURVIVING CORPORATION.** The name of the surviving corporation into which the other corporation is proposed to be merged is 1,4Group, Inc., an Idaho corporation, which shall be governed by the laws of the state of Idaho.

CERTIFICATE AND ARTICLES OF MERGER - 1.

IDAHO SECRETARY OF STATE
01/02/2007 05:00
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3. EXISTING SHARES OF STOCK. 1,4Group, Inc. now has ten thousand (10,000) shares of issued and outstanding shares of \$1.00 no par value common stock. GlobeAgra Corporation now has one hundred thousand (100,000) shares of issued and outstanding shares of no par value common stock.

4. TERMS AND CONDITIONS OF PROPOSED MERGER. The terms and conditions of the proposed merger are as follows:

- (a) The merging corporation GlobeAgra Corporation will convey to the surviving corporation, 1,4Group, Inc. all of its assets and property of every nature, kind and description.
- (b) The surviving corporation, 1,4Group, Inc., will assume all of the debts, obligations and liabilities of the merging corporation, GlobeAgra Corporation, of every nature, kind and description.
- (c) New books, records, and stock book will be established for the surviving corporation to cover and include all of the assets and liabilities of both the merging corporation and the surviving corporation.
- (d) The proposed merger will become effective at 11:59 P.M., December 31, 2006. The merging corporation and the surviving corporation shall file consolidated state and federal income tax returns through December 31, 2006, and the surviving corporation, 1,4Group, Inc., will operate the businesses of the merging corporation and the surviving corporation commencing with January 1, 2007, and file tax returns involving all such operations.
- (e) The initial Board of Directors of the surviving corporation shall be:

<u>Director</u>	<u>Address</u>
Darol D. Forsythe	15401 Cartwright Road, Boise, Idaho 83703
John M. Forsythe	4277 Balivi Lane, Nampa, Idaho 83687

- (f) The officers of the surviving corporation shall be elected by the above initial Board of Directors and all future members of the Board of Directors and all future officers of the surviving corporation, 1,4Group Inc., shall be elected in the number and in the manner prescribed in the by-laws of the corporation and pursuant to Idaho law.

- (g) This proposed plan of merger shall not become effective unless and until approved by the Board of Directors and shareholders of the merging corporation and the surviving corporation and the proper documents filed with the State of Idaho.

5. MANNER AND BASIS OF CONVERTING SHARE OF EACH MERGING CORPORATION INTO SHARES OF SURVIVING CORPORATION. The shares of stock of the merging corporation and the surviving corporation shall be converted into shares of the surviving corporation as follows with the result that there will continue to be Ten Thousand (10,000) shares of issued and authorized stock of the surviving corporation.

6. CHANGES IN ARTICLES OF INCORPORATION OF SURVIVING CORPORATION. There are no changes to the Articles of Incorporation of the surviving corporation.

7. TERMINATION OF MERGING CORPORATION. As a result of this merger and upon its consummation, this merger shall terminate and cancel the corporate charter of the merging corporation, GlobeAgra Corporation, an Idaho corporation.

8. EXPENSES OF MERGER. All expenses of this merger, including legal fees, shall be paid by the surviving corporation from its assets and the assets of the merging corporation conveyed to it.

FIFTH: Each of the undersigned corporations have only one class of stock which is common stock. As to each of the undersigned corporations, the number of shares outstanding and the number of shares entitled to vote upon the approval of the Certificate and Articles of Merger are as follows:

Name of Corporation	Number of Memberships Outstanding	Number of Shares Entitled to Vote
1,4Group, Inc.	10,000	10,000
GlobeAgra Corporation	100,000	100,000

SIXTH: As to each of the undersigned corporations, the total number of shares voted for and against such proposed Certificate and Articles of Merger, respectively, is as follows:

Name of Corporation	Total Shares Voted For Plan	Total Shares Voted Against Plan
1,4Group, Inc.	10,000	- 0 -

GlobeAgra Corporation

100,000

- 0 -

SEVENTH: That by reason of the aforesaid premises, the proposed Certificate and Articles of Merger has been approved by unanimous vote of all the directors of each corporation and by unanimous vote of all of the shareholders of each corporation.

EIGHTH: The Board of Directors of GlobeAgra Corporation were authorized and directed to take all necessary action to place this Certificate and Articles of Merger in full force and effect.

NINTH: A copy of the executed Certificate and Articles of Merger is on file at the office of the surviving corporation, 1,4Group, Inc. located at 2307 East Commercial, Meridian, Idaho 83642.

TENTH: A copy of the Certificate and Articles of Merger will be furnished by the surviving corporation on request and without cost to any stockholder of any constituent corporation.

DATED this 29th Day December 2006.

1,4Group, Inc.

By Darol D. Forsythe
Darol D. Forsythe, President

ATTEST:
By John M. Forsythe
John M. Forsythe, Secretary

GlobeAgra Corporation

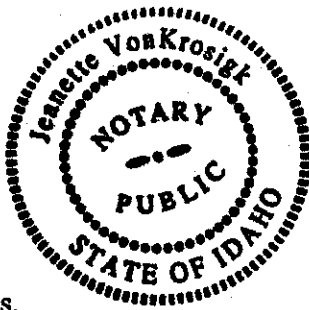
By Darol D. Forsythe
Darol D. Forsythe, President

ATTEST:
By John M. Forsythe
John M. Forsythe, Secretary

STATE OF IDAHO)
) ss.
County of Ada)

On this 27th day of December, 2006, before me, the undersigned, A Notary Public in and for said state, personally appeared DAROL D. FORSYTHE and JOHN M. FORSYTHE, being by me first duly sworn, and declared that they are the President and Secretary, respectively, of 1,4Group, Inc., an Idaho corporation, and further declared that they signed the foregoing document as officers of said corporation, and that the statements therein contained are true.

SUBSCRIBED AND SWORN TO Before me this 29th day of December, 2006.

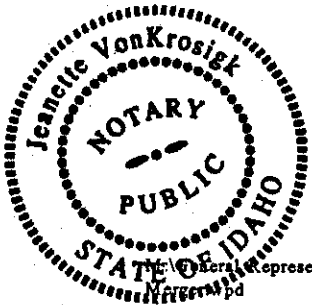


By Jeanette VonKrosiek
Notary Public for Idaho
Residing in Boise, Idaho

STATE OF IDAHO)
) ss.
County of Ada)

On this 29th day of December, 2006, before me, the undersigned, A Notary Public in and for said state, personally appeared DAROLD FORSYTHE and JOHN M. FORSYTHE, being by me first duly sworn, and declared that they are the President and Secretary, respectively, of GLOBEAGRA CORPORATION, an Idaho corporation, and further declared that they signed the foregoing document as officers of said corporation, and that the statements therein contained are true.

SUBSCRIBED AND SWORN TO Before me this 29th day of December, 2006.



By Jeanette VonKrosiek
Notary Public for Idaho
Residing in Boise, Idaho