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SECRETARY OF STATE
STATE OF IDAHO

**STATE OF IDAHO
STATEMENT OF MERGER**

Pursuant to Section 30-18-205 of the Idaho Entity Transactions Act, the undersigned corporations have executed the following Statement of Merger:

FIRST: The party to the merger which will not be the surviving entity is FLSmidth Boise, Inc., an Idaho corporation.

SECOND: The party to the merger which will be the surviving entity is FLSmidth Spokane, Inc., a Delaware corporation.

THIRD: The effective time of merger is 11:59 PM Eastern Standard Time on December 31, 2012.

FOURTH: The Agreement and Plan of Merger has been duly approved by the party that is a domestic entity, FLSmidth Boise, Inc., in the manner required by the applicable provisions of the Idaho Code, including Section 30-18-203 of the Idaho Entity Transactions Act, and by the party that is a foreign entity, FLSmidth Spokane, Inc., in accordance with the law of its jurisdiction of organization.

FIFTH: The Secretary of State of the State of Idaho may send any process served on the Secretary of State pursuant to Section 30-18-206(5) of the Idaho Entity Transactions Act to 605 E. Holland Avenue, Suite 300, Spokane, Washington 99218, an office of the surviving entity.

IN WITNESS WHEREOF, the corporations that are parties to the merger have caused this Statement of Merger to be signed by their respective authorized officers on the 24th day of December, 2012.

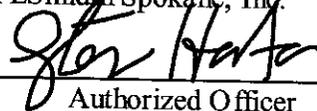
FLSmidth Boise, Inc.

By: 
Authorized Officer

Name: Stephen Harrington

Title: VP

FLSmidth Spokane, Inc.

By: 
Authorized Officer

Name: Stephen Harrington

Title: VP