

FILED EFFECTIVE

2017 FEB 28 PM 12:45

SECRETARY OF STATE
STATE OF IDAHO

**STATEMENT OF MERGER
OF
S3 PROPERTIES L.P.,
A NEVADA LIMITED PARTNERSHIP,
INTO
S3 PROPERTIES IDAHO LLLP,
AN IDAHO LIMITED LIABILITY LIMITED PARTNERSHIP**

* * * * *

THIS STATEMENT OF MERGER ("Statement") is submitted by S3 Properties L.P., a Nevada limited partnership ("Discontinuing Entity"), and S3 Properties Idaho LLLP, an Idaho limited liability limited partnership ("Surviving Entity"), pursuant to § 30-22-205, Idaho Code:

1. NAME, JURISDICTION OF ORGANIZATION AND TYPE OF EACH MERGING ENTITY THAT IS NOT THE SURVIVING ENTITY:

S3 Properties L.P., a Nevada limited partnership

2. NAME, JURISDICTION OF ORGANIZATION AND TYPE OF SURVIVING ENTITY:

S3 Properties Idaho LLLP, an Idaho limited liability limited partnership

3. EFFECTIVE DATE OF MERGER: February 28, 2017.

4. APPROVAL OF MERGER. The Agreement and Plan of Merger was approved by all General Partners of the Discontinuing Entity and the Surviving Entity as required by the Idaho Entity Transactions Act and Title 7, Chapter 92A, of the Nevada Revised Statutes.

IN WITNESS WHEREOF, the duly authorized General Partners of each of the constituent entities have executed this Statement effective the 28th day of February, 2017.

Discontinuing Entity:

S3 Properties L.P., a Nevada limited partnership
By its General Partner

K.G. Smith LLLP, an Idaho limited liability limited partnership
By its General Partner

SSI Management Corporation, an Idaho corporation

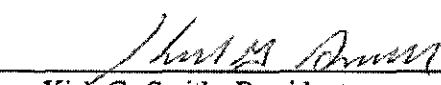
IDAHO SECRETARY OF STATE

02/28/2017 05:00

CK:1909 CT:44531 BH:1571180

1@ 30.00 = 30.00 STMT MERGE #4

By:


Kirk G. Smith, President

L7323

Surviving Entity:

S3 Properties Idaho LLLP, an Idaho limited partnership

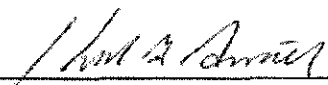
By its General Partner

K.G. Smith LLLP, an Idaho limited liability limited partnership

By its General Partner

SSI Management Corporation, an Idaho corporation

By:


Kirk G. Smith, President