

#### CERTIFICATE OF MERGER OR CONSOLIDATION

duplicate originals of A	ticles of Merger	of	
BLOCK V	ATNE BYGGSHOP.	INC.	
into BLOCK WA	TNE USA LTD.		
duly signed and verified	pursuant to the provi	sions of the Idaho Business Corporation	Act, have
peen received in this of	fice and are found to	conform to law.	
ACCORDINGLY	and by virtue, of the au	thority vested in me by law, I issue this ce	rtificate o
Merger	, and a	ttach hereto a duplicate original of the	Articles o
Merger		· •	
David Sant	ambay 12		
Dated			
AT SE		Bet of Cenare	
STO PERDET		•	uea_
		SECRETARY OF STATE	
	1/82		
Contraction of the second		Corporation Clerk	
		Corporation Clerk	

SECRETARY OF

THE UNDERSIGNED, being the duly elected and acting President and Secretary of BLOCK WATNE USA, LTD. ("Corporation"), and acting pursuant to a resolution duly adopted by the Board of Directors of said Corporation duly adopted as of September 8, 1983, do hereby approve the following Articles of Merger.

1.

#### PLAN OF MERGER

The Plan of Merger adopted by resolution of the Board of Directors of the Corporation is as follows:

- (a) The name of the Subsidiary Corporation to be merged into Block Watne USA, Ltd., is "Block Watne Byggshop, Inc."
- (b) Block Watne USA, Ltd., owns all of the issued and outstanding shares of the common stock of said Subsidiary Corporation.
- (c) All of the issued and outstanding shares of the common stock of the Subsidiary Corporation shall be converted into all of the property and other assets owned by the Subsidiary Corporation on the effective date of the merger which is to be September 9, 1983.
- (d) From and after the effective date of the merger, September 9, 1983, Block Watne USA, Ltd., the surviving Corporation, shall be responsible and liable for all liabilities and obligations of the Subsidiary Corporation, and the rights of creditors of the Subsidiary Corporation shall not be impaired by this merger.

11,

# **OUTSTANDING SHARES**

The issued and outstanding shares of Block Watne Byggshop, Inc., is 30,000 shares, all of which shares are \$1.00 par value common shares, fully paid and non-assessable. There are no other classes of shares authorized, issued or outstanding. Block Watne USA, Ltd., the surviving

Corporation, owns all of the issued and outstanding shares of the common stock of said Subsidiary Corporation.

Ш.

### WAIVER OF MAILING OF PLAN

Block Watne USA, Ltd., being the sole shareholder of all issued and outstanding shares of the Subsidiary Corporation, has waived the mailing of a copy of the Plan of Merger, a copy of said Waiver being attached to these Articles of Merger and made a part hereof.

DATED this 9th day of September, 1983.

BLOCK WATNE USA, LTD.

By Ross Nelson President

V Cont to

(ATTEST:

STATE OF IDAHO ) ss. County of Ada )

The undersigned, being the duly elected and acting President of BLOCK WATNE USA, LTD., has read the foregoing Articles of Merger, knows the contents thereof and believes the same to be true and correct.

Ross Nelson

SUBSCRIBED AND SWORN to before me this 9th day of September 1983.

Notary Public for Idaho Residing at Boise, Idaho

# WAIVER OF NOTICE

THE UNDERSIGNED, being the duly elected and acting President of BLOCK WATNE USA, LTD., for and on behalf of said Corporation, hereby waives receipt by mail of a copy of the Plan of Merger and agrees that the thirty (30) day waiting period specified in Section 30-1-75(c), <u>Idaho Code</u>, is hereby waived.

The undersigned hereby confirms that Block Watne USA, Ltd., is the owner and holder of all issued and outstanding shares of the common stock of Block Watne Byggshop, Inc., and there are no other shareholders.

DATED this 4th day of September, 1983.

Ross Nelson, President