

FILED EFFECTIVE 2017 JUL -5 PM 4: 34SECRETARY OF STATE
STATE OF IDAHO**STATEMENT OF MERGER**

The undersigned American Pet Diner, Inc., A Close Corporation, a Nevada corporation (the "Nevada Company") and Idaho Pet Diner, Inc., an Idaho corporation (the "Idaho Company") hereby execute this STATEMENT OF MERGER (the "Statement") as of May 21, 2017 pursuant to Idaho Code Section 30-22-205.

1. **Merging Entities.** The Nevada Company shall merge with and into the Idaho Company with the Idaho Company surviving. Accordingly, the names, jurisdiction and type of merging entities are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Type</u>	<u>Survive Merger</u>
American Pet Diner, Inc., A Close Corporation	Nevada	Corporation	No
Idaho Pet Diner, Inc.	Idaho	Corporation	Yes

2. **Effective Time.** The merger shall be effective upon the filing of this Statement of Merger with the Idaho Secretary of State.

3. **Approval.** The merger has been approved by the Idaho Company in accordance with the provisions of the Idaho Code, including without limitation Idaho Code § 30-22-201 et seq., and has been approved by the Nevada Company in accordance with the laws of Nevada.

4. **Articles of Incorporation.** Immediately upon the merger, the name of the Idaho Company shall be amended to be "American Pet Diner, Inc." Accordingly, the Articles of Incorporation of the Idaho Company, as in effect immediately prior to the effectiveness of the merger, shall be the Articles of Incorporation of the surviving entity except that Article I thereof is amended and restated by virtue of the merger to read in its entirety as follows:

"Article I - Name

The name of this corporation is American Pet Diner, Inc."

5. **By-Laws.** The By-Laws of the Idaho Company, as in effect immediately prior to the effectiveness of the merger, shall be the By-Laws of the surviving entity except that the name of the surviving company is amended by virtue of the merger to be American Pet Diner, Inc.

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IDAHO SECRETARY OF STATE

07/06/2017 05:00

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1@ 30.00 = 30.00 STMT MERGE #2

1@ 20.00 = 20.00 EXPEDITE C #3

Statement of Merger

C204808

IN WITNESS WHEREOF, the undersigned have duly executed this Statement of Merger
as of the date first set forth above.


NEVADA COMPANY

AMERICAN PET DINER, INC., A CLOSE
CORPORATION

By 
Lisa M. Marshall, President

IDAHO COMPANY

IDAHO PET DINER, INC.

By 
Lisa M. Marshall, President