#### STATEMENT OF MERGER

### **MERGING**

# ELMORE COUNTY BOARD OF REALTORS®, INC., AN IDAHO NONPROFIT CORPORATION

### WITH AND INTO

## BOISE REGIONAL REALTORS®, INC., AN IDAHO NONPROFIT CORPORATION

Elmore County Board of REALTORS®, Inc., an Idaho nonprofit corporation ("ECBR"), and Boise Regional REALTORS®, Inc., an Idaho nonprofit corporation ("BRR"), each execute and file the following Statement of Merger with the Idaho Secretary of State pursuant to Section 30-22-205 of the Idaho Model Entity Transactions Act ("IETA"):

- 1. That certain Agreement and Plan of Merger (the "Merger Agreement") has been duly authorized and approved by the Board of Directors and Members of both BRR and ECBR in accordance with the IETA and in compliance with Section 30-30-803 of the Idaho Nonprofit Corporation Act.
- 2. Pursuant to the Merger Agreement and in accordance with the IETA, ECBR is being merged with and into BRR (the "Merger"), with BRR being the surviving corporation in the Merger (the "Surviving Corporation").
- 3. BRR's Articles of Incorporation as in effect immediately prior to the Merger, shall continue in effect as the Surviving Corporation's Articles of Incorporation.
- 4. The Merger will be completed by filing this Statement of Merger with the Idaho Secretary of State under the IETA.
- 5. This Statement of Merger shall be effective as of the date of filing.

[Signature(s) on following page(s)]

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IN WITNESS WHEREOF, ECBR and BRR have caused this Statement of Merger to be executed by their respective authorized officers effective as of this \_\_14\_\_ day of January, 2019.

Elmore County Board of REALTORS®, Inc.

By: Sonia Arciniega, President

Boise Regional REALTORS®, Inc.

By: Phil Mount

Phil Mount, President