

**STATEMENT OF MERGER**

**OF**

**PIT STOP USA INC., an Idaho corporation  
(Surviving Entity)**

**AND**

**PERFORMANCE SALES AND MARKETING INC.,  
a California corporation  
(Disappearing Entity)**

Pursuant to Idaho Code Section 30-18-201, the corporations described herein, desiring to effect a merger and exchange of ownership interests, set forth the following facts:

**FIRST:** The name of the corporation which will be the surviving entity is: PIT STOP USA INC., an Idaho corporation.

**SECOND:** The name of the corporation which will be a disappearing entity is: PERFORMANCE SALES AND MARKETING INC., a California corporation.

**THIRD:** A Plan of Merger has been approved and executed by each of the aforementioned corporations which are parties to the merger. The Plan of Merger is on file at the principal offices of PIT STOP USA INC., at 1994 E. Franklin Rd., Suite 100, Meridian, ID 83642, and a copy of the Plan of Merger will be furnished on request and without cost to any person holding an interest in any of the aforementioned business entities which are parties to the merger.

**FORTH:** The merger shall be deemed effective on January 1, 2021.

**FIFTH:** PERFORMANCE SALES AND MARKETING INC., a California corporation, shall be merged into PIT STOP USA INC., an Idaho corporation, and

PERFORMANCE SALES AND MARKETING INC., an Idaho corporation, shall be the surviving entity of such merger.

IN WITNESS WHEREOF, the undersigned entities have hereunto set their hand and seal this 28 day of December, 2020.

**PIT STOP USA INC.**

By: Edward B. Coughenour  
Edward B. Coughenour  
Its: President

**PERFORMANCE SALES AND  
MARKETING INC.**

By: Edward B. Coughenour  
Edward B. Coughenour  
Its: President