

**FILED/EFFECTIVE**

**ARTICLES OF MERGER**

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STATE OF IDAHO

STATE OF IDAHO

These Articles of Merger and share exchange having been approved by the Shareholders and adopted by the Board of Directors of SPACE SCREW, INC., an Idaho Corporation, and SPACE SCREW, INC., a California Corporation, to provide for the merger of said Corporations, the renaming of the surviving Corporation (SPACE SCREW, INC.), and to comply with the statutes of the State of Idaho, with particular reference to Idaho Code, Section 30-1-1105, do hereby adopt these Articles of Merger and declare as follows:

**I**

That the Joint Plan of Merger and Agreement of Merger as recommended by the Directors of each Corporation and approved by the Shareholders of each Corporation is as set forth on Exhibit "A" attached hereto.

**II**

That the Shareholders of each Corporation have approved the Joint Plan of Merger and Agreement of Merger.

**III**

That the approval of the Shareholders of each Corporation was required to approve the same, and that the Shareholders of SPACE SCREW, INC., a California Corporation, and their votes in favor of the merger and share exchange are as follows:

A. SPACE SCREW, INC. 600 Shares - YES  
an Idaho Corporation

and that said Shares of SPACE SCREW, INC., a California Corporation, are of one class and represented by a total of 600 shares above referenced.

IDAHO SECRETARY OF STATE  
08/09/2001 05:00  
CX: 0231 CT: 2996 DN: 412700  
1 @ 30.00 = 30.00 MERGER # 2  
1 @ 20.00 = 20.00 EXPEDITE C # 3

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IV

That the approval of the Shareholders of each Corporation was obtained to approve the same, and that the Shareholders of SPACE SCREW, INC., an Idaho Corporation, and their votes in favor of the merger and share exchange are as follows:

A. JOE F. BATES 600 Shares - YES

and that said Shares of SPACE SCREW, INC., an Idaho Corporation, are of one class and represented by a total of 600 shares above referenced.

V

That for all other respects and purposes the Articles of Incorporation of SPACE SCREW, INC., an Idaho Corporation shall remain in full force and effect and are reaffirmed.

VI

The effective date of these Articles are December 1, 2000, the date of incorporation of SPACE SCREW, INC., an Idaho Corporation.

EXECUTED this 20 day of JULY, 2001.

SPACE SCREW, INC., a California Corporation, by:

Joe F. Bates  
JOE F. BATES, President

Lorraine G. Bates  
LORRAINE G. BATES, Secretary

ATTEST:

SPACE SCREW, INC., an Idaho Corporation, by:

Joe F. Bates  
JOE F. BATES, President

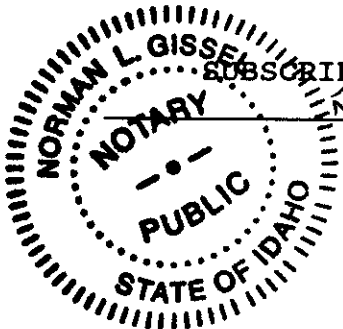
Lorraine G. Bates  
LORRAINE G. BATES, Secretary

ATTEST:

STATE OF IDAHO )  
 ) ss.  
County of Kootenai )

JOE F. BATES and LORRAINE G. BATES, being the President and Secretary, respectively, of SPACE SCREW, INC., a California Corporation, have read the foregoing, know the contents thereof, and pursuant to meetings of the Board of Directors and of the Shareholders of the Corporation held on the 20 day of July, 2001, verify believe the same to be true and correct.

Joe F. Bates  
JOE F. BATES, President  
Lorraine G. Bates  
LORRAINE G. BATES, Secretary



SUBSCRIBED AND SWORN TO before me this 20 day of July, 2001.

Norman L. Gisse  
Notary Public in and for the State of Idaho  
Residing at: Coeur d'Alene  
My Commission Expires: 8-15-04

STATE OF IDAHO )  
 ) ss.  
County of Kootenai )

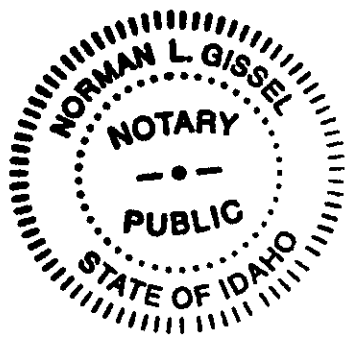
JOE F. BATES and LORRAINE G. BATES, being the President and Secretary, respectively, of SPACE SCREW, INC., an Idaho Corporation, have read the foregoing, know the contents thereof, and pursuant to meetings of the Board of Directors and of the Shareholders of the Corporation held on the 20 day of July, 2001, verify believe the same to be true and correct.

Joe F. Bates  
JOE F. BATES, President  
Lorraine G. Bates  
LORRAINE G. BATES, Secretary

SUBSCRIBED AND SWORN TO before me this 20 day of July, 2007.

*Norman L. Gissel*

Notary Public in and for the  
State of Idaho  
Residing at: Lead Mine  
My Commission Expires: 6-18-04



**JOINT PLAN OF MERGER AND AGREEMENT OF MERGER**

**BETWEEN**

**SPACE SCREW, INC., an Idaho Corporation**

**and**

**SPACE SCREW, INC., a California Corporation**

**with**

**SPACE SCREW, INC., an Idaho Corporation  
as the surviving Corporation**

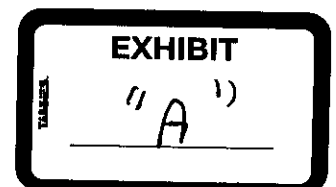
**WHEREAS**, SPACE SCREW, INC., an Idaho Corporation, hereinafter called SPACE SCREW, INC., or the Surviving Corporation, is an Idaho corporation with its principal place of business in Kootenai County, Idaho;

**WHEREAS**, the aggregate number of shares that SPACE SCREW, INC, an Idaho Corporation, is authorized to issue is 600 common shares at no par value, of which 600 shares are outstanding; and

**WHEREAS**, SPACE SCREW, INC., a California Corporation, hereinafter called THE CALIFORNIA CORPORATION, is a California corporation with its former principal place of business at Gardena, California; and

**WHEREAS**, the aggregate number of shares that THE CALIFORNIA CORPORATION is authorized to issue is 600 common shares at no par value, all of which shares are outstanding and are owned legally and beneficially by SPACE SCREW, INC., an Idaho Corporation; and

**WHEREAS**, it is desirable for the benefit of both parties and their shareholders that the properties, businesses, assets, and liabilities of both parties be combined into one surviving corporation which shall be SPACE SCREW, INC., an Idaho Corporation;



NOW, THEREFORE, in consideration of the premises and the mutual agreements herein contained, the parties hereto in accordance with the applicable provisions of the laws of the State of Idaho and the State of California do hereby agree as follows:

1. **MERGER.** That SPACE SCREW, INC., a California Corporation, shall be merged with and into SPACE SCREW, INC., an Idaho Corporation; and SPACE SCREW, INC., an Idaho Corporation, does hereby merge SPACE SCREW, INC., a California Corporation, with and into itself. On and after the effective date of this contemplated merger:

(a) SPACE SCREW, INC., an Idaho Corporation, shall be the Surviving Corporation, and shall continue to exist as a domestic corporation under the laws of the State of Idaho, with all of the rights and obligations of such surviving domestic corporation as are provided by the Idaho Business Corporation Law.

(b) SPACE SCREW, INC., a California Corporation, shall cease to exist and its property shall become the property of SPACE SCREW, INC., an Idaho Corporation, as the Surviving Corporation.

2. **ARTICLES OF INCORPORATION; BYLAWS.** The Articles of Incorporation and Bylaws of SPACE SCREW, INC., an Idaho Corporation, shall continue as the Articles of Incorporation and Bylaws of the Surviving Corporation.

3. **DIRECTORS.** The Directors of SPACE SCREW, INC., an Idaho Corporation, shall be the Directors of the Surviving

Corporation until their successors are duly elected and qualified under the Bylaws of the Surviving Corporation.

4. **SHARES OF SURVIVOR.** Each common share of SPACE SCREW, INC., an Idaho Corporation, outstanding on the effective date of the merger shall thereupon, without further action, become one common share of the Surviving Corporation, without the issuance or exchange of new shares or share certificates.

5. **CANCELLATION OF SPACE SCREW, INC., a California Corporation, SHARES.** All authorized and outstanding common shares of SPACE SCREW, INC., a California Corporation, such shares being owned in their entirety by SPACE SCREW, INC., an Idaho Corporation, and all rights in respect thereof, shall be canceled forthwith on the effective date of the merger, and the certificates representing such shares shall be surrendered and canceled.

6. **APPROVAL.** This Agreement and Plan of Merger shall be submitted to the shareholders of SPACE SCREW, INC., an Idaho Corporation, and of SPACE SCREW, INC., a California Corporation, for approval as required by the laws of Idaho and California respectively. If and when such required approval is obtained, the proper officers of each corporation shall, and are hereby authorized and directed to, perform all such further acts and execute and deliver to the proper authorities for filing all documents, as the same may be necessary or proper to render effective the merger contemplated by this Plan and Agreement.

7. The effective date of this Agreement shall be December 1, 2000, the date of incorporation of SPACE SCREW, INC., an Idaho Corporation.

IN WITNESS WHEREOF, SPACE SCREW, INC., an Idaho Corporation, and SPACE SCREW, INC., a California Corporation, have caused this Agreement to be executed in their corporate names by their respective officers and also by majorities of their Board of Directors on the 20 day of July, 2001.

Corporate seal:

SPACE SCREW, INC.  
An Idaho Corporation

By its: Joe F. Bates  
President

Attest:

Louise S. Bates  
Secretary

Joe F. Bates  
Director

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

(A Majority of Its Board  
of Directors)

Corporate seal:

SPACE SCREW, INC.  
A California Corporation

By its: Joe F. Bates  
President

Attest:

Louise S. Bates  
Secretary

Joe F. Bates  
Director

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

(A Majority of Its Board  
of Directors)

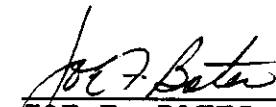


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WAIVER

SPACE SCREW, INC., an Idaho Corporation, which is the sole stockholder of SPACE SCREW, INC., a California Corporation, waives the thirty (30) day mailing requirement pursuant to Idaho Code, Section 30-1-104.

DATED this 20 day of July, 2001.

  
\_\_\_\_\_  
JOE F. BATES  
President

SPACE SCREW, INC., an Idaho Corporation