

MAY 09 2011

Agreement of Merger

This Agreement of Merger is entered between **Mission Peak Hall Association (C0328607)**, a California Nonprofit Mutual Benefit Corporation, and **Mission Peak Lodge NO. 114, Independent Order Of Odd Fellows (C0521067)**, a California Nonprofit Mutual Benefit Corporation.

1. Merging Corporation, **Mission Peak Hall Association (C0328607)**, shall be merged into **"Mission Peak Lodge NO. 114, Independent Order Of Odd Fellows"(C0521067)**, Surviving Corporation.
2. Each membership of Merging Corporation shall be converted into one membership of Surviving Corporation.
3. Merging Corporation shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.
4. The effect of the merger and the effective date of the merger are as prescribed by law.
IN WITNESS WHEREOF the parties have executed this Agreement.

Surviving Corporation
Mission Peak Lodge NO. 114,
Independent Order Of Odd Fellows (C0521067)

Patricia McLean

Patricia McLean, President, Noble Grand

Nancy Johnson

Nancy Johnson, Secretary

Disappearing Corporation
Mission Peak Hall Association (C0328607)

David Hallmark

David Hallmark, President

Nancy Johnson

Nancy Johnson, Secretary

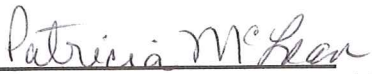
**Certificate of Approval
of
Agreement of Merger**

Patricia McLean and Nancy Johnson certify that:

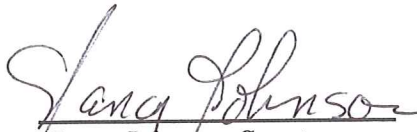
1. They are the President, Noble Grand and the Secretary, respectively, of **Mission Peak Lodge NO. 114, Independent Order Of Odd Fellows (C0521067)**, a California Nonprofit Mutual Benefit corporation.
2. The principal terms of the Agreement of Merger in the form attached were duly approved by the board of directors and by the required vote of the members of the corporation.
3. There is only one class of members and the total number of members of the corporation entitled to vote on the merger is 5.
4. No other approvals are required.
5. The Attorney General of the State of California is not required to be given notice of the merger.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: 2-18-11



Patricia McLean, President, Noble Grand



Nancy Johnson, Secretary

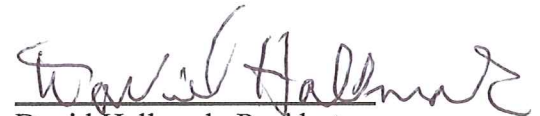
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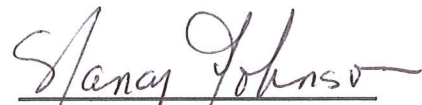
David Hallmark and Nancy Johnson certify that:

1. They are the president and the secretary, respectively, of **Mission Peak Hall Association (C0328607)**, a California Nonprofit Mutual Benefit corporation.
2. The principal terms of the Agreement of Merger in the form attached were duly approved by the board of directors and by the required vote of the members of the corporation.
3. There is only one class of members and the total number of members of the corporation entitled to vote on the merger is 5.
4. No other approvals are required.
5. The Attorney General of the State of California is not required to be given notice of the merger.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: 2-18-11


David Hallmark, President


Nancy Johnson, Secretary