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## MERGER OR SHARE EXCHANGE

OTG, LLC,

ESI Geothermal Inc.

Certificate of Status	0
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EXAMINER 12/27/2007

**ARTICLES OF MERGER**  
**of**  
**ESI GEOTHERMAL INC.**  
**a Florida corporation**  
**into**  
**OTG, LLC,**  
**a Delaware limited liability company**

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act (the "Delaware Act") and Section 607.1108 of the Florida Business Corporation Act (the "Florida Act"), the undersigned surviving limited liability company submits the following Articles of Merger for filing and certifies that:

1. The name and jurisdiction of formation of the entity listed above which is to merge is as follows.
2. The effective date of the merger shall be December 27, 2007.
3. The name of the surviving limited liability company is OTG, LLC, a Delaware limited liability company (the "Surviving Company"), and its principal place of business is 700 Universe Boulevard, Juno Beach, Florida 33408.
4. The Agreement and Plan of Merger, dated as of December 27, 2007 (the "Agreement and Plan of Merger"), between the Surviving Company and ESI Geothermal Inc. has been approved by each of the (i) shareholder of ESI Geothermal Inc. on December 27, 2007 and (ii) the member of the Surviving Company on December 27, 2007.
5. The Delaware Act and the Florida Act each permit the merger of ESI Geothermal Inc. into the Company, and the Company has complied with all requirements of the Delaware Act and the Florida Act in effecting the merger.
6. The Agreement and Plan of Merger is on file at the principal place of business of the Surviving Company, which is located at 700 Universe Boulevard, Juno Beach, Florida 33408.
7. A copy of the Agreement and Plan of Merger shall be furnished by the Surviving Company, on request and without cost, to any shareholder or member of any company that is a party to this merger or to any person holding an interest in any company that is a party to this merger.

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8. The Surviving Company hereby appoints the Secretary of State of the State of Florida as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of ESI Geothermal Inc.
9. The Surviving Company agrees to promptly pay to the dissenting shareholders of ESI Geothermal Inc. the amount, if any, to which they are entitled under Section 607.1302 of the Florida Act.

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IN WITNESS WHEREOF, these Articles of Merger have been duly executed as of the 27th day of December, 2007, and are being filed in accordance with Section 18-209 of the Delaware Act and Section 607.1109 of the Florida Act by an authorized person of the surviving limited liability company in the merger.

OTG, LLC

By: Rita W. Costantino

Name: Rita W. Costantino

Title: Assistant Secretary

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