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**MERGER OR SHARE EXCHANGE
FELLOWSHIP LIVING FACILITIES, INC.**

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**ARTICLES OF MERGER
FOR
NOT FOR PROFIT CORPORATIONS**

The following Articles of Merger are submitted to merge the following Florida Not For Profit Corporations in accordance with Section 617.1105, Florida Statutes.

FIRST: The exact name, form/entity type and jurisdiction of the merging corporation is as follows:

Name of Entity	Jurisdiction	Form/Entity Type
Halfway-to-Heaven Sober Community LLC	Florida	Limited Liability Company

SECOND: The exact name, form/entity type and jurisdiction of the surviving corporation is as follows:

Name of Entity	Jurisdiction	Form/Entity Type
Fellowship Living Facilities, Inc.	Florida	Not-For-Profit

THIRD: The plan of merger is attached hereto as Exhibit A.

FOURTH: The merger shall become effective on April 1, 2018.

FIFTH: The Members and Manager of Halfway-to-Heaven Sober Community LLC, voted unanimously to adopt the Plan of Merger on March 21, 2018.

SIXTH: The Board of Directors of Fellowship Living Facilities, Inc., voted unanimously to adopt the Plan of Merger on March 21, 2018.

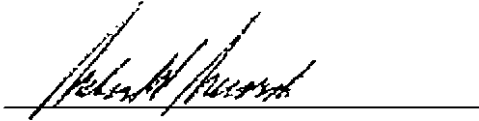
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PELLOWSHIP LIVING FACILITIES, INC.



By:

Name: Richard V. Riccardi
Title: CEO

HALFWAY-TO-HEAVEN SOBER
COMMUNITY LLC



By:

Arthur Lodato, Manager

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PLAN OF MERGER
HALFWAY-TO-HEAVEN SOBER COMMUNITY LLC
a Florida limited liability company

with and into
FELLOWSHIP LIVING FACILITIES, INC.
a Florida not for profit corporation

This Plan of Merger (this "Plan") is entered into by and among Halfway-to-Heaven Sober Community LLC, a Florida limited liability company ("HTH LLC"); and Fellowship Living Facilities, Inc., a Florida not-for-profit corporation ("Fellowship Living") on April 1, 2018. HTH LLC and Fellowship Living are hereinafter collectively called the "Merging Entities."

W I T N E S S E T H:

Whereas, the Merging Entities desire to merge, following which Fellowship Living shall be the surviving entity (the "Merger");

Whereas, Section 617.1101 of the Florida Statutes permits the merger of the Merging Entities in the manner provided in this Plan; and

Whereas, the members and sole manager of HTH LLC and the Board of Directors of Fellowship Living deem the consummation of the Merger in the manner contemplated herein advisable, and accordingly have adopted and approved this Plan and have authorized the execution hereof by appropriate corporate action.

Now, Therefore, for and in consideration of the promises and of the covenants and agreements hereinafter set forth, the parties hereto agree as follows:

1. *Merging Corporation.* The exact name, form/entity type and jurisdiction of the merging corporation is as follows:

Name of Entity	Jurisdiction	Form/Entity Type
Halfway-to-Heaven Sober Community LLC	Florida	Limited Liability Company

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2. *Surviving Corporation.* The exact name, form/entity type and jurisdiction of the surviving corporation is as follows:

Name of Entity	Jurisdiction	Form/Entity Type
Fellowship Living Facilities, Inc.	Florida	Not-For-Profit

3. *Terms and Conditions.* The terms and conditions of the Merger (in addition to those set forth elsewhere in this Plan) and the mode of carrying the same into effect are as follows:

3.1 Upon April 1, 2018 and filing and approval of the Articles of Merger with the Florida Department of State (the "Effective Time"): i) HTH LLC shall be merged with and into Fellowship Living and Fellowship Living shall be the surviving entity and shall have all the rights, privileges, immunities, and powers and shall be subject to all the duties and liabilities of a corporation under the Florida Statutes; ii) the separate existence of HTH LLC shall cease; iii) Fellowship Living shall thereupon and thereafter possess all the rights and privileges, immunities, and franchises, of a public as well as of a private nature, of HTH LLC; and all property, real, person, and mixed, and all debts due on whatever account, including all choses in action, and all and every other interest, of or belonging to or due to HTH LLC shall be taken and deemed to be transferred to and vested in Fellowship Living without further act or deed; and iv) all corporate acts, plans, policies, contracts, approvals and authorizations of HTH LLC and its respective partners, officers and agents, that were valid and effective immediately prior to the Effective Time, shall be taken for all purposes as of the acts, plans, policies, contracts, approvals and authorizations of Fellowship Living and shall be as effective and binding thereon as the same were with respect to HTH LLC.

If at any time after the Effective Fellowship Living shall consider or be advised that any further deeds, assignments or assurances in law or in any other things necessary, desirable or proper to vest, perfect or confirm, of record or otherwise, in Fellowship Living, the title to any property or rights of HTH LLC acquired or to be acquired by reason of, or as a result of, the Merger, HTH LLC (or the proper officers and trustees of such) shall execute and deliver such proper deeds, assignments and assurances in law and do all things necessary, desirable or proper to vest, perfect or confirm title to such property or rights in the Surviving Entity and otherwise to carry out the purpose of this Plan.

Immediately prior to the consummation of the Merger, HTH LLC shall redeem all of the membership interests of the members of HTC LLC, and the members of HTH LLC shall hold no equity or other interest in the Surviving Corporation, which is and shall continue to be a non-stock, not-for-profit corporation under Florida law, with no membership. Additionally, each of the members of HTC LLC have waived all appraisal rights related to the Merger.

4. *The Articles of Incorporation of Fellowship Living.* No changes shall occur to the Articles of Incorporation of Fellowship Living.

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rights related to the Merger.

4. *The Articles of Incorporation of Fellowship Living.* No changes shall occur to the Articles of Incorporation of Fellowship Living.

5. *Miscellaneous.*

5.1 Capitalized terms used and defined in this Plan shall have the meanings assigned to such terms.

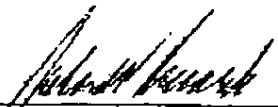
5.2 For the convenience of the parties, any number of counterparts hereof may be executed and each such counterpart shall be deemed to be an original instrument.

5.3 This Plan shall be binding upon and shall inure to the benefit of the parties hereto and their respective successors and assigns.

In Witness Whereof, the undersigned have caused their duly authorized officers to execute this Plan on April 1, 2018.

INC.

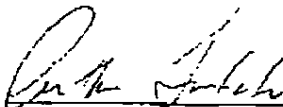
FELLOWSHIP LIVING FACILITIES,



By:

Name: Richard V. Rocca
Title: CEO

HALFWAY-TO-HEAVEN SOBER
COMMUNITY LLC



By:

Arthur Lodato, Manager

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