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MERGER OR SHARE EXCHANGE ALBEMO, INC.

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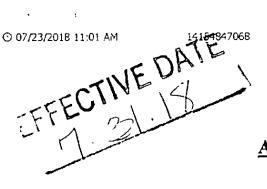
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FFECTIVE DATE

1 of 2

COVER LETTER

TO:	Amendment Section Division of Corporations		
ermi	Albemo, Inc.		
SUBJ	Name of Surviving	ng Corporation	
The e	nclosed Articles of Merger and fee are sub	bmitted for filing.	
Please	e return all correspondence concerning this	s matter to following:	
Maroo	E. Rojas		
	Contact Person		
R&S	International Law Group LLP	·	
	Firm/Company		
1000	Brickell Avenue, Ste. 400		
	Address	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
Mlami	I, FL 33131		
	City/State and Zip Code		
mtorre	es@ramlaml.com; mrojas@ramlami.com		
E	-mail address: (to be used for future annual report i	notification)	
Por fu	urther information concerning this matter, p	please call:	
Grego	ory Glofak	305 349-1500 At ()	
	Name of Contact Person	Area Code & Daytime Telephone Number	
	Certified copy (optional) \$8.75 (Please send	an additional copy of your document if a certified copy is	requested)
	STREET ADDRESS:	MAILING ADDRESS:	
	Amendment Section	Amendment Section	
	Division of Corporations	Division of Corporations	
	Clifton Building	P.O. Box 6327	
	2661 Executive Center Circle Tallahassee, Florida 32301	Tallahassee, Florida 32314	





(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

Name	Jurisdiction	Document Number (If known/applicable)
Albemo, inc.	FL	P05000126749
Second: The name and jurisdiction of each	merging corporation:	
Name	Jurisdiction	Document Number (If imown/ applicable)
Racemal Corporation	FL	P18000046824
Third: The Plan of Merger is attached.		
Fourth: The merger shall become effective Department of State.	e on the date the Articles of	Merger are filed with the Florida
	ic date. NOTE: An effective date after merger file date.)	cannot be prior to the date of filing or more
Note: If the date inserted in this block does not mee document's effective date on the Department of State	et the applicable statutory filing re	equirements, this date will not be listed as the
Fifth: Adoption of Merger by surviving of The Plan of Merger was adopted by the sha	corporation - (COMPLETE O	NLY ONE STATEMENT) orporation on 7/3/2018
The Plan of Merger was adopted by the box	ard of directors of the surviv or approval was not required.	
Sixth: Adoption of Merger by merging co The Plan of Merger was adopted by the sha	orporation(s) (COMPLETE OF trebolders of the merging co	nLy one Statement) rporation(s) on 7/3/2018
The Plan of Merger was adopted by the bos		ng corporation(s) on

(Attach additional sheets if necessary)

	Seventh: SIGNATURES FOR EAC	CH CORPORATION
Name of Corporation	Signature of an Officer or Director	Typed or Printed Name of Individual & Title
Albemo, Inc.	X THE	Ramon Saba, Director
Racemal Corporation		Ramon Saba, Director
	j	

14154847068

PLAN OF MERGER

Merger between ALBEMO, INC., a Florida corporation (the "Surviving Company") and RACEMAL CORPORATION a Florida corporation (the "Disappearing Company"), (collectively the "Constituent Companies"). This Merger is being effected pursuant to this Plan of Merger ("Plan") in accordance with §607.1101 through §607.1109 of the Florida Business Corporation Act (the "Act").

- Articles of Organization. The Articles of Incorporation of the Surviving Company, 1. as previously amended and in effect immediately before the effective date of the Merger (the "Effective Date") shall, without any changes, be the Articles of Incorporation of the Surviving Company from and after the Effective Date until further amended as permitted by law.
- Distribution to Shareholders of the Constituent Companies. Upon the Effective 2. Date, each share of the Disappearing Company common stock that shall be issued and outstanding at that time shall without more be converted into and exchanged for a Share in the Surviving Company in accordance with this Plan. All Shares of Surviving Company on the Effective Date shall continue as Shares of the Surviving Company.
- Satisfaction of Rights of Disappearing Company's Shareholders. All Shares of 3. Surviving Company into which Disappearing Company's stock shall have been converted and become exchangeable for under this Plan shall be deemed to have been paid in full satisfaction of such converted shares.
- Effect of Merger. On the Effective Date, the separate existence of the Disappearing 4. Company shall cease, and the Surviving Company shall be fully vested in the Disappearing Company's rights, privileges, immunities, powers, and franchises, subject to its restrictions, liabilities, disabilities, and duties, all as more particularly set forth in §607.1106 through §607.1109 of the Act.
- Supplemental Action. If at any time after the Effective Date Surviving Company 5. shall determine that any further conveyances, agreements, documents, instruments and assurances or any further action is necessary or desirable to carry out the provisions of this Plan, the appropriate officers of the Surviving Company or the Disappearing Company as the case may be, whether past or remaining in office, shall execute and deliver, on the request of the Surviving Company, any and all proper conveyances, agreements, documents, instruments, and assurances and perform all necessary or proper acts, to vest, perfect, confirm, or record such title thereto in Surviving Company, or to otherwise carry out the provisions of this Plan.
- Filing with the Florida Secretary of State and Effective Date. Upon the Closing, 6. as provided in the Articles of Merger, of which this Plan is a part, Disappearing Company and Surviving Company shall cause their respective President (or Vice President) to execute Articles of Merger in the form attached to this Plan and upon

such execution this Plan shall be deemed incorporated by reference into the Articles of Merger as if fully set forth in such Articles and shall become an exhibit to such Articles of Merger. Thereafter, such Articles of Merger shall be delivered for filing by the Surviving Company to the Florida Department of State. In accordance with §607.1101of the Act, the Articles of Merger shall specify the "Effective Date", which shall be July 31, 2018.

- 7. Amendment and Waiver. Any of the terms or conditions of this Plan may be waived at any time by the one of the Constituent Companies which is, or the shareholders or members of which are, entitled to the benefit thereof by action taken by the Board of Directors of such party, or may be amended or modified in whole or in part at any time before the vote of the Board of Directors of the Constituent Companies by an arrangement in writing executed in the same manner (but not necessarily by the same persons), or at any time thereafter s long as such change is in accordance with §607.1103 through §607.1109 the Act.
- 8. <u>Termination.</u> At any time before the Effective Date (whether before or after filing the Articles of Merger), this Plan may be terminated and the Merger Abandoned by mutual consent of the Boards of Directors of both of the respective Constituent Companies.