

L16000045737

Florida Department of State
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*Merger
R. WHITE
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**MERGER OR SHARE EXCHANGE
ANCIENT NUTRITION, LLC**

Certificate of Status	1
Certified Copy	0
Page Count	02
Estimated Charge	\$58.75

STATE OF FLORIDA
DIVISION OF CORPORATIONS
CORPORATION SERVICES



February 21, 2018

FLORIDA DEPARTMENT OF STATE
Division of Corporations

ANCIENT NUTRITION, LLC
1201 U.S. HIGHWAY ONE, SUITE 350
NORTH PALM BEACH, FL 33408

SUBJECT: ANCIENT NUTRITION, LLC
REF: L16000045737

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

As a condition of a merger, pursuant to s.605.0212(8), Florida Statutes, each party to the merger must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the articles of merger are submitted for filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Rebekah White
Regulatory Specialist II

FAX Aud. #: E18000058271
Letter Number: 518A00003564

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ARTICLES OF MERGER

OF

FUNCTIONAL FUNGI, LLC
(a California limited liability company)

WITH AND INTO

ANCIENT NUTRITION, LLC
(a Florida limited liability company)

These Articles of Merger are submitted in accordance with the Florida Revised Limited Liability Company Act (the "Act"), pursuant to Section 605.1025, Florida Statutes.

FIRST: The exact name and jurisdiction of the merging company is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>	<u>State Document Number</u>
FUNCTIONAL FUNGI, LLC	California	LLC	200228210013

SECOND: The exact name and jurisdiction for the surviving company is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>	<u>State Document Number</u>
ANCIENT NUTRITION, LLC	Florida	LLC	L16000045737

THIRD: The merger shall become effective at 12:01 a.m. on February 20, 2018 (the "Effective Time").

FOURTH: Adoption of the Plan of Merger by the merging company. The Plan of Merger meets the requirements of California Revised Uniform Limited Liability Company Act (the "CA Act"), and was approved by written consent of the sole member of the merging company, upon recommendation by the manager, as of December 31, 2017, in accordance with the CA Act and the Operating Agreement of the merging company.

FIFTH: Adoption of the Plan of Merger by the surviving company. The Plan of Merger meets the requirements of Section 605.1022 of the Act and was approved by written consent of the members of the surviving company, upon recommendation by the manager, as of December 31, 2017, in accordance with the Act and the Amended & Restated Operating Agreement of the merging company.

SIXTH: This entity agrees to pay any members with appraisal rights the amount to which members are entitled under Sections 605.1006 and 605.1061-1072, Florida Statutes.

SEVENTH: The Articles of Organization and the Amended & Restated Operating Agreement of the surviving company in effect prior to the effective time of the merger shall each remain in effect without modification as the Articles of Organization and the Amended & Restated Operating Agreement of the surviving company immediately after the effective time of the merger.

[Signatures hereto contained on following page.]

H18000058271 3

IN WITNESS WHEREOF, these Articles of Merger have been executed effective as of the Effective Time.

MERGING COMPANY:

FUNCTIONAL FUNGI, LLC, a California
limited liability company

By: Ancient Nutrition Holdings, LLC, its Manager

By: Beyond Organic, LLC, its Manager

By: 
Jordan S. Rubin, Manager

SURVIVING COMPANY:

ANCIENT NUTRITION, LLC, a Florida
limited liability company

By: Ancient Nutrition Holdings, LLC, its Manager

By: Beyond Organic, LLC, its Manager

By: 
Jordan S. Rubin, Manager