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DIVISION OF CORPORATIONS

SMITH GAMBRELL RUSSELL

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MERGER OR SHARE EXCHANGE

Welcome to Moe's, Inc.

Certificate of Status	0
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ARTICLES OF MERGER
OF
JOSHUA TREE, LLC,
a Florida limited liability company
INTO
WELCOME TO MOE'S, INC.,
a Florida corporation

Pursuant to the provisions of Section 605.1025, Florida Revised Limited Liability Company Act, and Section 607.1105, Florida Statutes, the undersigned entities certify as follows:

FIRST: The names of the entities that are parties to the merger are Joshua Tree, LLC, a Florida limited liability company, and Welcome to Moe's, Inc., a Florida corporation.

SECOND: Welcome to Moe's, Inc. shall be the surviving entity.

THIRD: The Plan of Merger (the "Plan of Merger"), attached hereto as Exhibit A, was approved by the shareholders and sole director of Welcome to Moe's, Inc. by Written Consent on December 1, 2014, and by the members and managers of Joshua Tree, LLC on December 1, 2014.

FOURTH: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

DATED: December 1, 2014.

[SIGNATURE PAGE FOLLOWS]

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P.03

JOSHUA TREE, LLC,
a Florida limited liability company

By: 
Jason Heidgerken, Managing Member

By: _____
Darryl Nagao, Managing Member

WELCOME TO MOE'S, INC.,
a Florida corporation

By: 
Brad Chastoon
President


[Signature Page for Welcome to Moe's, Inc./Joshua Tree, LLC Articles of Merger]

JOSHUA TREE, LLC,
a Florida limited liability company

By: _____
Jason Heidgerken, Managing Member

By:  _____
Danny Nagao, Managing Member

WELCOME TO MOE'S, INC.,
a Florida corporation

By:  _____
Brad Chasteen
President

[Signature Page for Welcome to Moe's, Inc./Joshua Tree, LLC Articles of Merger]

EXHIBIT A**PLAN OF MERGER****OF**

JOSHUA TREE, LLC,
a Florida limited liability company

INTO

WELCOME TO MOE'S, INC.,
a Florida corporation

This PLAN OF MERGER dated December 1, 2014 is made by and between Joshua Tree, LLC ("Joshua Tree"), a Florida limited liability company and Welcome to Moe's, Inc. ("WTM"), a Florida corporation.

WHEREAS, the Managers of Joshua Tree and the Board of Directors of WTM deem it advisable and in the best interests of their respective entities to merge with and into WTM, with WTM designated as the surviving corporation (the "Surviving Entity")

NOW, THEREFORE, in consideration of the premises and of the mutual agreements contained herein, the parties agree to the following plan of merger.

1. Joshua Tree and WTM shall be merged with and into a single corporation, with WTM being the Surviving Entity from and after the Effective Date of the merger, and thereupon the separate existence of Joshua Tree shall cease.

2. The Certificate of Incorporation of WTM shall continue to be the Certificate of Incorporation of the Surviving Entity until amended as therein provided.

3. The Bylaws of WTM shall continue to be the bylaws of the Surviving Entity until changed, altered or amended as therein provided.

4. The Board of Directors of the Surviving Entity shall consist of the persons serving in such capacity as of the Effective Date of the merger until his successor is elected and qualified or his earlier resignation or removal.

5. From and after the Effective Date, each Ownership Interest of Joshua Tree immediately prior to the Effective Date, shall cease to be and shall, without any further action of any person, be automatically converted into the right to receive the Merger Consideration set forth in the Agreement and Plan of Merger dated October 17, 2014 entered into among Joshua Tree, its Members and WTM, and each issued and outstanding share of common stock of WTM immediately prior to the Effective Date shall remain outstanding.

6. The merger herein provided for may be amended or abandoned at any time prior to the filing of the Articles of Merger with the Secretary of State of the State of Florida upon a majority vote of the Board of Directors of WTM, and by the Managers of Joshua Tree, and approval of the shareholders of WTM, and the members of Joshua Tree, to the extent any such amendment adversely affects the shareholders or members or changes the articles of the surviving corporation.

7. Pursuant to the Florida Business Corporation Act and the Florida Revised Limited Liability Company Act, this Plan of Merger has been approved by resolutions duly adopted by the Board of Directors of WTM, and by the Managers and Members of Joshua Tree.

8. From and after the Effective Date: (a) WTM shall possess all the rights, privileges, powers and franchises of each of WTM and Joshua Tree; (b) all property of each of WTM and Joshua Tree (real, personal, intangible and mixed) and all debts due to either of WTM or Joshua Tree on whatever account and all and every other interest of WTM or Joshua Tree shall be vested in WTM and shall be thereafter the property of WTM; (c) all rights of creditors and all liens upon any property of WTM and/or Joshua Tree, including but not limited to the rights and liens of any lender to Joshua Tree shall be preserved unimpaired; (d) all debts, liabilities, obligations and duties of each of WTM and Joshua Tree, including but not limited to the debts, liabilities, obligations and duties of Joshua Tree to any lender, shall thenceforth attach to WTM and may be enforced against WTM to the same extent as if said debts, liabilities, obligations and duties had been incurred or contracted by WTM; and (e) all other effects of the merger specified in the Florida Business Corporation Act and the Florida Revised Limited Liability Company Act shall result therefrom.

If, at any time, WTM shall determine or be advised that any further assignments or actions are necessary or desirable to vest in WTM, according to the terms thereof, the title to any property or rights of Joshua Tree, or to secure the rights of any creditors/lienholders against such property, the proper officers and managers as of the Effective Date hereof of Joshua Tree and WTM shall and will, as necessary, execute and make all such proper assignments or actions and do all things necessary or proper to vest title in such property or rights in WTM, to secure the rights of any creditors/lienholders against such property, and otherwise carry out the purposes of this Plan of Merger.

9. The effective date of the merger shall be December 1, 2014 (the "Effective Date").

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned have set their hands as of the date first written above.

JOSHUA TREE, LLC,
a Florida limited liability company

By: 

Jason Heidgerken, Managing Member

By: _____

Darryl Nagao, Managing Member

WELCOME TO MOE'S, INC.,
a Florida corporation

By: 

Brad Chasteen
President

[Signature Page for Welcome to Moe's, Inc./Joshua Tree, LLC Plan of Merger]

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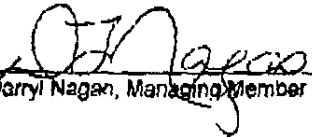
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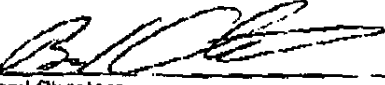
IN WITNESS WHEREOF, the undersigned have set their hands as of the date first written above.

JOSHUA TREE, LLC,
a Florida limited liability company

By: _____
Jason Heidgerken, Managing Member

By:  _____
Darryl Nagan, Managing Member

WELCOME TO MOE'S, INC.,
a Florida corporation

By:  _____
Brad Chasteen
President

[Signature Page for Welcome to Moe's, Inc./Joshua Tree, LLC Plan of Merger]