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MERGER OR SHARE EXCHANGE

United Juice Companies of America, Inc.

Certificate of Status	0
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ARTICLES OF MERGER

OF

UJC MERGER CORP.,
a Florida corporation

WITH AND INTO

UNITED JUICE COMPANIES OF AMERICA, INC.
a Florida corporation

Pursuant to Sections 607.1109 of the Florida Business Corporation Act, these Articles of Merger provide as follows:

FIRST: The name of the merging corporation is UJC Merger Corp., a Florida corporation (the "Merging Corporation").

SECOND: The name of the surviving corporation is United Juice Companies of America, Inc., a Florida corporation (the "Surviving Corporation").

THIRD: The Plan of Merger attached hereto as Exhibit A was approved by the Merging Corporation's shareholders on August 30, 2019 in accordance with the Florida Business Corporation Act. The Plan of Merger was approved by the Surviving Corporation's shareholders on September 9, 2019 in accordance with the Florida Business Corporation Act.


FOURTH: The effective date of the merger shall be upon the filing of these Articles of Merger with the Department of State of the State of Florida.

FIFTH: These Articles of Merger may be executed in any number of counterparts, each of which shall be considered an original, but all of which together shall constitute one and the same instrument.

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IN WITNESS WHEREOF, the undersigned authorized representatives of the Merging Corporation and the Surviving Corporation have caused these Articles of Merger to be executed as of the 10th day of September, 2019.

UJC Merger Corp.,
a Florida corporation

By: 
Name: Robert Rovzar
Title: Chief Executive Officer

United Juice Companies of America, Inc.,
a Florida corporation


By: 
Name: Marc Craen
Title: Chief Operating Officer

EXHIBIT A
PLAN OF MERGER
OF
UJC MERGER CORP.,
a Florida corporation
WITH AND INTO
UNITED JUICE COMPANIES OF AMERICA, INC.,
a Florida corporation

This Plan of Merger (this "Plan") is entered into as of September 10, 2019, by and between UJC Merger Corp., a Florida corporation (the "Merging Corporation"), and United Juice Companies of America, Inc., a corporation (the "Surviving Corporation"). The parties hereby agree as follows:

1. The name of the merging corporation is UJC Merger Corp. (the "Merging Corporation").
2. The name of the surviving corporation is United Juice Companies of America, Inc. (the "Surviving Corporation"). United Juice Companies of America, Inc. shall be the surviving corporation.
3. The terms and conditions of the merger are as follows: The Merging Corporation shall be merged with and into the Surviving Corporation, which shall be the surviving corporation upon the effective date of the merger and which shall continue to exist as a corporation under the laws of the State of Florida. The Surviving Corporation shall succeed to all rights, assets, liabilities, and obligations of the Merging Corporation, and the separate existence of the Merging Corporation shall cease as of the effective date of the merger. The Articles of Incorporation of the Merging Corporation at the effective date of the merger shall be the Articles of Incorporation of the surviving corporation, and the bylaws of the Merging Corporation at the effective date of the merger shall thereafter be the bylaws of the surviving unless amended in accordance with the terms thereof; provided, however, in each case, that the name of the Merging Corporation set forth therein shall be changed to reflect the name of the Surviving Corporation.
4. The manner and basis of converting the shares of the Merging Corporation into the shares of the Surviving Corporation shall be as follows: The shares of common stock of the Merging Corporation, issued and outstanding immediately prior to the effective date shall be automatically converted into an equal number of shares of common stock of the Surviving Corporation. Immediately prior to the effective date, there shall be outstanding no class or series of capital stock of the Merging Corporation other than its common stock.
5. The effective date of the merger shall be upon the filing of the Articles of Merger with the Department of State of the State of Florida.