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Florida Department of State  
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TALLAHASSEE, FL

MERGER OR SHARE EXCHANGE  
ALHAMBRA 3001 CORP.

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A. RAMSEY  
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CLERK OF DISTRICT COURT  
HARRIS COUNTY, TEXAS

**ARTICLES OF MERGER  
FOR  
ALHAMBRA ROAD CORP.  
INTO  
ALHAMBRA 3001 CORP.**

The following Articles of Merger are submitted to merge Alhambra Road Corp., a Florida corporation into Alhambra 3001 Corp., a Florida corporation in accordance with Section 607.1105, Florida Statutes.

**FIRST:** The name and jurisdiction of the **surviving** corporation is:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Alhambra 3001 Corp.	Florida	P10000033775

**SECOND:** The name and jurisdiction of is **merging** corporation is:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Alhambra Road Corp.	Florida	P22000008201

**THIRD:** The Plan of Merger is attached.

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


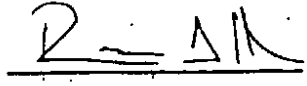


**FIFTH:** Adoption of Merger by Alhambra 3001 Corp.

The Plan of Merger was adopted by the shareholders of the surviving corporation on April, 21, 2022.

**SIXTH:** Adoption of Merger by Alhambra Road Corp.

The Plan of Merger was adopted by the shareholder of the merging corporation on April, 21, 2022.

**SEVENTH:** Signature(s) for each entity:

<u>Name</u>	<u>Signature</u>	<u>Name of Individual &amp; Title</u>
Alhambra 3001 Corp.		Maria Elena Castrillon Director
Alhambra Road Corp.		Rodrigo Aldea Director
		Gonzalo Aldea Director
		Maria Elena Castrillon Director

**PLAN OF MERGER  
FOR  
ALHAMBRA ROAD CORP.  
INTO  
ALHAMBRA 3001 CORP.**

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

**FIRST:** The name and jurisdiction of the **surviving** corporation is:

<u>Name</u>	<u>Jurisdiction</u>
Alhambra 3001 Corp.	Florida

**SECOND:** The name and jurisdiction of each **merging** corporation is:

<u>Name</u>	<u>Jurisdiction</u>
Alhambra Road Corp.	Florida

**THIRD:** The terms and conditions of the merger are as follows:

1. The consummation of the merger shall have all of the effects set forth in Section 607.1106 of the Business Corporation Act. In furtherance, and not in limitation, of the foregoing, all of the obligations of Alhambra Road Corp. ("Alhambra Road") as well as all of the rights, privileges and powers of the Alhambra Road, and all property, real, personal and mixed, and all debts due to the Alhambra Road or owed by the Alhambra Road, and all franchises, licenses and permits held by the Alhambra Road, as well as all other things and causes of action belonging to the Alhambra Road, shall remain vested in Alhambra 3001 Corp. ("Alhambra 3001") and shall be the property of Alhambra 3001, and the title to any real property vested by deed or otherwise in the Alhambra Road shall not revert or be in any way impaired.
2. The surviving entity shall be governed by its current bylaws.
3. Upon the filing of the Articles of Merger, the directors and officers of Alhambra Road shall be removed, and the directors and officers of Alhambra 3001 shall remain.
4. This Plan and the transactions contemplated hereby may be terminated by resolution of the Board of Directors of Alhambra Road and Alhambra 3001 at any time prior to the filing of the Articles of Merger in the manner and to the extent provided in the Business Corporation Act.
5. If this Plan is terminated pursuant to the provisions hereof, this Plan shall become void and of no effect with no liability on the part of any party hereto.

6. This Plan and the transactions contemplated hereby may be amended by resolution of the Board of Directors of Alhambra Road and Alhambra 3001 at any time prior to the Effective Date of the merger in the manner and to the extent provided in the Business Corporation Act.

7. This Plan shall be governed by, enforced under and construed in accordance with the laws of the State of Florida without giving effect to any choice or conflict of law provision or rule thereof.

**FOURTH:** The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

By virtue of the Merger and without any action on the part of Alhambra Road, Alhambra 3001 or any holder thereof, the shares of common stock of Alhambra Road, issued and outstanding immediately prior to Merger, all of which are held by the sole shareholder of Alhambra Road, shall be automatically converted into shares of common stock of Alhambra 3001. Immediately prior to the merger, there shall be outstanding no class or series of capital stock of the Corporation other than its common stock.