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merge  
AUG 25 2015  
K. WHITE

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MERGER OR SHARE EXCHANGE  
HEMUNA CORP

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**Articles of Merger  
For  
Florida Profit or Non-Profit Corporation  
Into  
Other Business Entity**

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109, 617.0302 or 605.1025, Florida Statutes.

**FIRST:** The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
HEMUNA CORP	FLORIDA	CORPORATION
CANDIDE 18, LLC	FLORIDA	LLC

**SECOND:** The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
HEMUNA CORP	FLORIDA	CORPORATION

**THIRD:** The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 605, 617, and/or 620, Florida Statutes.

**FOURTH:** The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

**FIFTH:** If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

SEPTEMBER 1, 2015

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

**SIXTH:** If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:



\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**SEVENTH:** If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

**EIGHTH:** Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
HEMUNA CORP		Nadav Goshen, President
CANDIDE 18, LLC		Nadav Goshen, President

Corporations:	Chairman, Vice Chairman, President or Officer (If no directors selected, signature of incorporator.)
General Partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative

**Fees:** \$35.00 Per Party

**Certified Copy (optional):** \$8.75

### PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with Chapters 605 and 607, Florida Statutes:

**FIRST:** The exact name and jurisdiction of each merging parties are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Hemuna Corp.	Florida
Candide 18, LLC	Florida

**SECOND:** The exact name and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Hemuna Corp	Florida

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

Candide 18, LLC, a Florida limited liability company ("Candide), shall merge into Hemuna Corp, a Florida corporation ("Hemuna").

The Articles of Incorporation of Hemuna Corp, the surviving entity, as in effect immediately prior to the effective date of the merger, shall remain the Articles of Incorporation. Likewise, the By-laws of Hemuna, as in effect immediately prior to the effective date of the merger, shall remain the By-laws of Hemuna.

The directors and officers of Hemuna immediately prior to the effective date of the merger shall remain the directors and officers of Hemuna.

Upon consummation of the merger, Hemuna shall succeed, without other transfer, to all the rights and property of Candide and shall be subject to all the debts, liabilities, and obligations of Candide in the same manner as if incurred by Hemuna. Furthermore, all rights of creditors and all liens and trust upon or arising from the properties of Hemuna and Candide shall be unimpaired, provided that the liens and trust obligations upon property of Candide shall be limited to the property affected thereby immediately prior to the effective date of the merger.

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

Upon merging, no additional shares of Hemuna will be issued to the sole Member of Candide and the Membership Certificates of Candide will be cancelled. The merging limited liability company and the surviving corporation have the identical sole shareholder/member or beneficial owner, which shareholder/member/beneficial owner owns a 100% interest in the merging limited liability company and the surviving corporation. Since the identity of the sole shareholder/member and the percent interest that such shareholder/member shall own will remain the same after the merger, no other shares of Hemuna need be issued.

**FIFTH:** As to each constituent corporation, the number of outstanding shares of each class and series, the specification of the classes and series entitled to vote on the plan of merger, and the specification of each class an series entitled to vote as a class on the plan of merger, as follows:

**HEMUNA CORP.**  
(Surviving Constituent)

Designation of each outstanding class and series of shares	No. of outstanding shares of each class	Designation of class and series entitled to vote	Classes and series entitled to vote as a class
Nadav Goshen	100	Common	Common
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

**CANDIDE 18, LLC**  
(Merged Constituent)

Designation of each outstanding units	No. of outstanding Units of each class	Designation of class and series entitled to vote	Classes and series entitled to vote as a class
Nadav Goshen	1,000	Common	Common
_____	_____	_____	_____
_____	_____	_____	_____

Effective as of: SEPTEMBER 1, 2015

CANDIDE 18, LLC,  
a Florida limited liability company

  
Nadav Goshen, Member

HEMUNA CORP.,  
a Florida corporation

  
Nadav Goshen, President

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