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Kim Tacklock 3004923522

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**MERGER OR SHARE EXCHANGE
FERMONI, INC.**

Certificate of Status	0
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Articles of Merger

of

FERMONI, INC.
a California corporation

With and Into

FERMONI, INC.,
a Florida corporation

April 4, 2019

The following articles of merger (the "Articles of Merger") of Fermoni, Inc., a California corporation (the "Merging Company"), and Fermoni, Inc., a Florida corporation (the "Surviving Corporation"), have been duly adopted and submitted in accordance with the Florida Business Corporation Act (the "FBCA"), pursuant to Section 607.1107 of the FBCA.

FIRST: THE SURVIVING PARTY


The exact name, street address of the principal office, jurisdiction, and document number of the Surviving Corporation are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Fermoni, Inc. 1425 Brickell Avenue, Apt. 70E Miami, Florida 33131	Florida	P19000012682

SECOND: THE MERGING PARTY

The exact name, street address of the principal office, jurisdiction, and document number of the Merging Company are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Fermoni, Inc. 1425 Brickell Avenue Apt. 70E Miami, Florida 33131	California	C2287934



THIRD: The Plan of Merger is attached hereto as Exhibit A.

FOURTH: The Plan of Merger was approved by the Surviving Corporation in accordance with the applicable provisions of the FBCA.

FIFTH: The Plan of Merger was approved by the Merging Company in accordance with the applicable laws of California under which the Merging Company was incorporated.

SIXTH: The merger is to become effective on the date these Articles of Merger are filed with the Department of State of the State of Florida. At the effective time of the merger, the Merging Company shall be merged with and into the Surviving Corporation.

SEVENTH: The Plan of Merger was adopted and approved by the sole director and sole shareholder of the Surviving Corporation on April 4, 2019.

EIGHTH: The Plan of Merger was adopted and approved by the sole director and sole shareholder of the Merging Company on April 4, 2019.

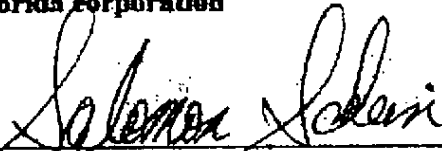
[Signature page follows]

A handwritten signature in black ink, consisting of a large, stylized 'L' or 'J' shape with a loop at the top and a horizontal stroke at the bottom.

IN WITNESS WHEREOF, the duly authorized signatories of the Surviving Corporation and the Merging Company have executed and delivered these Articles of Merger as of date first written above.

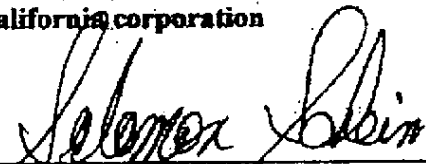
SURVIVING CORPORATION:

Fermoni, Inc.,
a Florida corporation

By: 
Name: Salomon Schein
Title: President

MERGING CORPORATION:

Fermoni, Inc.,
a California corporation

By: 
Name: Salomon Schein
Title: Chief Executive Officer

(Signature Page to Articles of Merger of Fermoni, Inc. (CA), with and into Fermoni, Inc. (FL))

Exhibit A

Plan of Merger

[See attached]

EXHIBIT A

PLAN OF MERGER

This Plan of Merger (the "Plan") has been adopted and approved on the 4th day of April, 2019, by the parties hereto. It relates to the proposed merger (the "Merger") of Merging Corporation (defined below), with and into Surviving Corporation.

FIRST: The exact name and jurisdiction of the surviving corporation (the "Surviving Corporation") are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Fermoni, Inc.	Florida


SECOND: The exact name and jurisdiction of the merging corporation (the "Merging Corporation") are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Fermoni, Inc.	California

THIRD: THE MERGER

1. Merger. Upon the filing of Articles of Merger with the Florida Department of State (the "Department"), the Merger shall become effective (the "Effective Time"). At the Effective Time of the Merger, the corporate existence of the Merging Corporation shall cease, and the Merging Corporation shall be merged with and into the Surviving Corporation in accordance with the provisions of the Florida Business Corporation Act ("FBCA"). Following the Effective Time of the Merger: (i) the Surviving Corporation shall possess all the rights, privileges, immunities, powers, and franchises of a public and private nature, and shall be subject to all of the restrictions, disabilities, and duties of the Merging Corporation, (ii) title to all property, whether real, personal, or mixed, tangible or intangible, of the Merging Corporation shall vest in the Surviving Corporation, (iii) all and every other property and interest of the Merging Corporation shall be the property and interest of the Surviving Corporation to the same extent of the Merging Corporation, and (iv) all debts, liabilities, duties, and obligations of the Merging Corporation shall be the debts, liabilities, duties and obligations of the Surviving Corporation and such debts, liabilities, duties, and obligations may be enforced against the Surviving Corporation to the same extent as if said debts, liabilities, and obligations had been incurred or contracted by the Surviving Corporation.

2. Articles of Incorporation. After the Effective Time, the Articles of Incorporation of the Surviving Corporation, as in effect immediately prior to the Effective Time, shall remain the Articles of Incorporation of the Surviving Corporation, until thereafter amended.



3. Bylaws. At the Effective Time, the Bylaws of the Surviving Corporation, as in effect immediately prior to the Effective Time, shall remain the Bylaws of the Surviving Corporation, until thereafter altered, amended or repealed.

4. Directors. At the Effective Time, the directors of the Surviving Corporation as of the time immediately prior to the Effective Time, shall remain the directors of the Surviving Corporation and shall continue to hold office until their respective successors are duly elected and qualified, or until their earlier death, resignation or removal.

5. Officers. At the Effective Time, the officers of the Surviving Corporation shall remain as the officers of the Surviving Corporation and shall continue to hold office until their respective successors are duly elected and qualified, or until their earlier death, resignation or removal.

6. Capital Stock.

(i) At the Effective Time:

(a) each outstanding share of the common stock of the Merging Corporation issued and outstanding immediately prior to the Effective Time, shall automatically be cancelled, retired and cease to exist, and no payment or distribution shall be made with respect thereto.

(b) each outstanding share of the common stock of the Surviving Corporation issued and outstanding immediately prior to the Effective Time, shall remain issued and outstanding from and after the Effective Time.

FOURTH: APPROVAL

The Merger contemplated by this Plan has been adopted and approved by the sole Shareholder of the Merging Corporation and by the sole Shareholder of the Surviving Corporation, by written consent dated April 4, 2019.

FIFTH: GOVERNING LAW

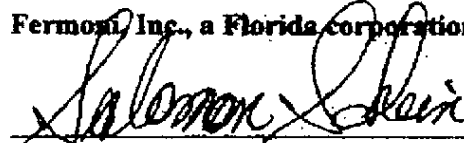
This Plan shall be construed in accordance with Florida law.

A handwritten signature in black ink, appearing to be a stylized 'JL' or similar initials, located in the lower right quadrant of the page.

IN WITNESS WHEREOF, the parties have executed and delivered this Plan of Merger as of the date and year first above written.

SURVIVING CORPORATION:

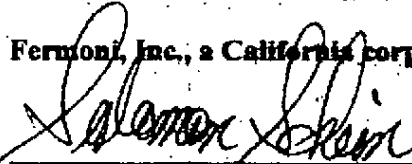
Fermon, Inc., a Florida corporation



Salomon Schein, President

MERGING CORPORATION:

Fermon, Inc., a California corporation



Salomon Schein, Chief Executive Officer