

FILED EFFECTIVE

**STATEMENT OF MERGER
OF
PROSPERITY ORGANIC FOODS, INC.,
an Idaho corporation**

WITH AND INTO

**PROSPERITY ORGANIC FOODS, INC.,
a Delaware corporation**

2013 JUL 11 PM 2:47
SECRETARY OF STATE
STATE OF IDAHO

**TO THE SECRETARY OF STATE
STATE OF IDAHO**

Pursuant to the provisions of the Title 30, Chapter 18 of the Idaho Code, the Idaho Entity Transactions Act (the "Act") the domestic business corporation and the foreign business corporation herein named do hereby submit this Statement of Merger.

1. The name, jurisdiction of organization and type of entity of the merging entity that is not the surviving entity is:

Name	Jurisdiction of Organization	Type of Entity
Prosperity Organic Foods, Inc.	Idaho	For Profit Corporation

2. The name, jurisdiction of organization and type of entity of the surviving entity is:

Name	Jurisdiction of Organization	Type of Entity
Prosperity Organic, Inc.	Delaware	For Profit Corporation

3. The merger was approved by the domestic merging entity in accordance with the Act and by the foreign corporation in accordance with the law of its jurisdiction of incorporation.

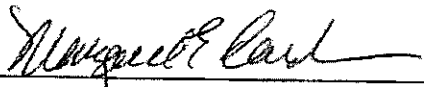
4. A mailing address to which the secretary of state may send any process served on the secretary of state pursuant to I.C. Section 30-18-206(5) is: Prosperity Organic Foods, Inc., 465 Main Street, Boise, Idaho 83702.

[Signature Page Follows]

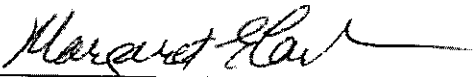
C159438

DATED: July 10, 2013

Prosperity Organic Foods, Inc.,
an Idaho corporation

By: 
Margaret E. Carlson
President and CEO

Prosperity Organic Foods, Inc.,
a Delaware corporation

By: 
Margaret E. Carlson
President and CEO