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EFFECTIVE DATE

July 31 2021

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MERGER OR SHARE EXCHANGE KING NEPTUNE FISH & POULTRY MARKET, INC.

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Merger

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EFFECTIVE DATE
July 31, 2021

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ARTICLES OF MERGER
OF
JTJ DEVELOPERS, INC., A FLORIDA CORPORATION
WITH AND INTO
KING NEPTUNE FISH & POULTRY MARKET, INC.,
A FLORIDA CORPORATION

Pursuant to the Florida Business Corporation Act, JTJ Developers, Inc., a Florida corporation ("JTJ Developers"), and King Neptune Fish & Poultry Market, Inc., a Florida corporation ("King Neptune"), hereby adopt the following Articles of Merger with respect to the merger of JTJ Developers with and into King Neptune (the "Merger") as of 11:59 p.m. on July 31, 2021:

FIRST: The plan of merger, in accordance with the applicable provisions of the Florida Business Corporation Act, is as follows:

(a) At the "Effective Time" (as such term is hereinafter defined), JTJ Developers will be merged with and into King Neptune, and King Neptune will be the surviving entity of the Merger. King Neptune is hereinafter sometimes referred to as the "Surviving Entity."

(b) The terms and conditions of the Merger are as follows:

(i) The Surviving Entity shall continue the corporate existence of King Neptune under the laws of the State of Florida, and the Surviving Entity shall possess all of the rights, privileges, immunities and franchises, of a public as well as a private nature, of each of the parties to the Merger, and all property, real, personal or mixed, and all debts due on whatever account, and all choses in action, and all and every other interest of or belonging to or due to each of the parties to the Merger shall be taken and deemed to be transferred to and vested in the Surviving Entity without further act or deed; and the title to any real estate, or any interest therein, vested in any party to the Merger shall not revert or be in any way impaired by reason of such Merger; and the Surviving Entity shall thenceforth be responsible and liable for all of the liabilities and obligations of each party to the Merger, and any claim existing or action or proceeding by or against any party to the Merger may be prosecuted as if such Merger had not taken place, or the Surviving Entity may be substituted in its place, and neither the rights of creditors nor any liens upon the property of any party to the Merger shall be impaired by the Merger.

(ii) The articles of incorporation of King Neptune, as in effect immediately prior to the Effective Time, shall be the articles of incorporation of the Surviving Entity until thereafter amended as provided by applicable law.

(iii) The bylaws of King Neptune, as in effect immediately prior to the Effective Time, shall be the bylaws of the Surviving Entity until thereafter amended as provided by law.

(iv) The sole director and the officers of King Neptune immediately prior to the Effective Time will be the sole director and the officers of the Surviving Entity until their successors are duly elected and qualified.

(c) King Neptune and JTJ each have one shareholder who is the same person. Such person will continue to be the sole shareholder of the Surviving Entity and each of his shares of JTJ will, as of the Effective Time, become a share of the Surviving Entity.

(d) The effective time and date of the Merger is 11:59 p.m. on July 31, 2021 (the "Effective Time").

SECOND: Pursuant to the applicable provisions of the Florida Business Corporation Act and the bylaws of JTJ Developers, the sole director and sole shareholder of JTJ Developers approved the Merger by a Written Consent, dated as of July 27, 2021, and the number of votes cast for approval was sufficient.

THIRD: Pursuant to the applicable provisions of the Florida Business Corporation Act and the bylaws of King Neptune, the sole director and the sole shareholder of King Neptune approved the Merger by a Written Consent, dated as of July 27, 2021, and the number of votes cast for approval was sufficient.

[SIGNATURES ARE ON THE FOLLOWING PAGE]

IN WITNESS WHEREOF, an authorized officer of each of the parties has executed these Articles of Merger on behalf of the parties hereto.

JTI DEVELOPERS, INC., a Florida corporation

By: James D. Houck
James D. Houck, President

KING NEPTUNE FISH & POULTRY
MARKET, INC., a Florida corporation

By: James D. Houck
James D. Houck, President