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MERGER OR SHARE EXCHANGE

New Jamaica Bay, Inc.

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**ARTICLES OF MERGER
OF
JAMAICA BAY, INC. (a Florida corporation)
WITH AND INTO
NEW JAMAICA BAY, INC. (a Florida not for profit corporation)**

Pursuant to the provisions of Sections 607.1101 of the Florida Business Corporation Act (the "Corporation Act") and Sections 617.1101 and 617.1108 of the Florida Business Corporation Act (the "Not For Profit Act"), the undersigned corporations enter into these Articles of Merger by which Jamaica Bay, Inc., a Florida corporation ("Jamaica Bay"), shall be merged with and into New Jamaica Bay, Inc., a Florida not for profit corporation ("New Jamaica Bay"), and New Jamaica Bay, Inc. shall be the surviving corporation, in accordance with a Plan of Merger (the "Plan"), adopted pursuant to Section 607.1104 of the Florida Act. The undersigned corporations hereby certify as follows:

FIRST, a copy of the Plan is attached hereto and made a part hereof.

SECOND, the merger shall become effective on the date on which these Articles of Merger are filed with the Department of State of Florida.

THIRD, New Jamaica Bay, Inc. exists before the merger and is a domestic filing entity and its Articles of Incorporation are being amended as attached.

FOURTH, pursuant to Sections 607.1101 of the Florida Act and 617.1101 of the Not For Profit Act, the Plan was adopted by the Board of Directors of New Jamaica Bay as of March 21, 2024.

FIFTH, pursuant to Sections 11.01 of the Florida Act, the Plan was adopted by the shareholders of Jamaica Bay as of March 21, 2024.

SIXTH, the name of the surviving corporation shall be Jamaica Bay, Inc.

IN WITNESS WHEREOF, these Articles of Merger have been executed by Jamaica Bay as the merging corporation, and by New Jamaica Bay, as the surviving corporation, this 10th day of April, 2024.

**JAMAICA BAY, INC.
a Florida corporation**

By: Jo Ann Durand
Name: Jo Ann Durand
Title: President

**NEW JAMAICA BAY, INC.
a Florida not for profit corporation**

By: Jo Ann Durand
Name: Jo Ann Durand
Title: President

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