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JONATHAN O. NWILOH, JR.

EMAIL: jnwiloh@jamesbatesllp.com

DIRECT LINE: 404-978-7804

August 8, 2022

VIA FED EX TRACKING NO: 7776 0167 1756

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, Florida 32303

Re: Articles of Amendment of Ag-Pro Holdings, Inc. (document number P12000103265)

Dear Sir or Madam:

Enclosed please find Articles of Amendment for the above referenced corporation, as well as a check in the amount of \$35.00 made payable to the Florida Department of State for the filing fee.

Please do not hesitate to contact me should you have any questions.

With warmest personal regards, I am

Sincerely vours.

JÓNATHAN O. NWILOH, JR.

15: ±3

JON/kpw

Enclosures

MACON

231 RIVERSIDE DR • MACON, GA 31201 TEL 478.742.4280 • FAX 478.742.8720 ATLANTA

3399 PEACHTREE RD NE, STE 1700 ■ ATLANTA, GA 30326

TEL 404.997.6020 FAX 404.997.6021

ATHENS

ONE PRESS PLACE, STE 200 ATHENS, GA 30601 TEL 706.215.8321 FAX 706.215.8322

ARTICLES OF AMENDMENT

TO THE

ARTICLES OF INCORPORATION

OF.

AG-PRO HOLDINGS, INC.

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, AG-PRO HOLDINGS, INC., a Florida Profit Corporation, adopts the following amendment to its Articles of Incorporation:

I:

The name of the Corporation is AG-PRO HOLDINGS, INC. (the "Corporation").

11:

The Articles of Incorporation were filed on December 20, 2012. The document number for this Florida Profit Corporation is P12000103265.

III:

Article IV of the Articles of Incorporation is amended and restated to read as follows:

"ARTICLE IV

CAPITAL

Section 4.1. Authorized Capital. The total number of shares of capital stock which the Corporation is authorized to issue is 100,000, divided into 100 shares of no par value capital stock designated as 'Class A Common Stock' and 99,900 shares of no par value capital stock designated as 'Class B Common Stock'. The following is a description of each class of stock of the Corporation with the preferences, conversion and other rights,

restrictions, voting powers and qualifications of each class:

- 1. Except as hereinafter provided with respect to voting powers, the Class A Common Stock and the Class B Common Stock of the Corporation shall be identical in all respects.
- 2. With respect to voting powers, the holders of Class A Common Stock shall possess all voting powers for all purposes, including, by way of illustration and not of limitation, the election of directors, and the holders of Class B Common Stock shall have no voting power whatsoever, and no holder of Class B Common Stock shall vote or otherwise participate in any proceedings in which actions shall be taken by the Corporation or the Shareholders thereof or be entitled to notification as to any meeting of the Board of Directors or the Shareholders."

IV:

This amendment was adopted on the date set forth below and shall be effective on and as of the date filed with the Florida Secretary of State.

V:

The amendments contained herein are approved and adopted on July 28, 2022, by unanimous vote of the Shareholders pursuant to a Shareholder resolution effective July 28, 2022. The number of votes cast for the amendment was sufficient for approval.

[SIGNATURES CONTAINED ON THE FOLLOWING SIGNATURE PAGES]

[SIGNATURE PAGE TO THE AMENDED ARTICLES OF INCORPORATION OF AG-PRO HOLDINGS, INC.]

IN WITNESS WHEREOF, the undersigned has caused this Articles of Amendment to the Articles of the Corporation to be executed by its duly authorized officer, this 28th day of July, 2022.

CORPORATION:

AG-PRO HOLDINGS, INC.

By:

ames M. Groover, Jr., President