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ZYVERSA THERAPEUTICS, INC.

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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION OF
ZYVERSA THERAPEUTICS, INC.**

The Articles of Incorporation, as amended, of ZyVersa Therapeutics, Inc. a Florida corporation (the "Corporation"), are hereby amended pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, and such amendments are as follows:

FIRST: The penultimate sentence of Subsection 4.1.1 of the section captioned "Creation and Terms of Series A Preferred Stock" (such section, the "Series A Preferred Stock Designation Section") which was added at the end of Article IV of the Corporation's Articles of Incorporation, as amended, by the Articles of Amendment filed on March 29, 2022 and subsequently amended by the Articles of Amendment filed on May 10, 2022 is hereby deleted and replaced with the following sentence (for the avoidance of doubt, in lieu of the sentence which was added by the Articles of Amendment filed on May 10, 2022):

"The "Series A Conversion Price" shall initially be equal to \$1.19 per share."

ADOPTION OF AMENDMENT: The foregoing amendment was approved by the Board of Directors of the Corporation on July 20, 2022 and by the written consent of shareholders of the Corporation given on August 31, 2022 in accordance with Section 607.0704 of the Florida Business Corporation Act. The number of shares of the Corporation's Common Stock, acting alone as a class, Series A Preferred Stock, acting alone as a class, and Common Stock and Series A Preferred Stock, acting together, in each case, for which written consent was given in favor of the amendments was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment on this 31st day of August, 2022.

ZYVERSA THERAPEUTICS, INC.

By: Steve Glover
Steven C. Glover
Chairman and Chief Executive Officer