

P14 000 22784

Florida Department of State
Division of Corporations
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MERGER OR SHARE EXCHANGE
ZYVERSA THERAPEUTICS, INC.

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ARTICLES OF MERGER
OF
LARKSPUR MERGER SUB INC.
(a Delaware corporation)
WITH AND INTO
ZYVERSA THERAPEUTICS, INC.
(a Florida corporation)

The following Articles of Merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving entity (the "Surviving Corporation"):

Name: ZyVersa Therapeutics, Inc.
Jurisdiction: Florida
Entity Type: Corporation
Document Number: P14000022784

Second: The name and jurisdiction of the merging entity (the "Merging Corporation"):

Name: Larkspur Merger Sub Inc.
Jurisdiction: Delaware
Entity Type: Corporation

Third: The merger of the Merging Corporation with and into the Surviving Corporation (the "Merger") was approved by the Surviving Corporation in accordance with Section 607.1103, Florida Statutes, and by the Merging Corporation in accordance with the organic law of the State of Delaware.

Fourth: The Surviving Corporation exists before the Merger and is a Florida domestic filing entity.

Fifth: The Plan of Merger included as part of the Business Combination Agreement governing the Merger was duly approved by the shareholders of the Surviving Corporation in the manner required by the Florida Business Corporation Act and the Surviving Corporation's Articles of Incorporation, as amended.

Sixth: The participation of the Merging Corporation in the Merger was duly authorized in accordance with the Merging Corporation's organic laws.

Seventh: These Articles of Incorporation are being filed with the Florida Department of State on December 12, 2022, and all documents required to be filed in the State of Delaware to effect the

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FILED

Merger have become effective on December 12, 2022. The effective date of the Merger shall be December 12, 2022.

Eighth: Signatures for Each Party:

SURVIVING CORPORATION:

ZYVERSA THERAPEUTICS, INC.

By: Steve Glover
Name: Stephen Glover
Title: Chief Executive Officer

MERGING CORPORATION:

LARKSPUR MERGER SUB INC.

By: _____
Name: _____
Title: _____

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Merger have become effective on December 12, 2022. The effective date of the Merger shall be December 12, 2022.

Eighth: Signatures for Each Party:

SURVIVING CORPORATION:

ZYVERSA THERAPEUTICS, INC.

By: _____
Name: Stephen Glover
Title: Chief Executive Officer

MERGING CORPORATION:

LARKSPUR MERGER SUB INC.

By: *Daniel J. O'Connor*
Name: Daniel J. O'Connor
Title: Chief Executive Officer and President

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END