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**MERGER OR SHARE EXCHANGE**  
**University Park Capital Advisors, Inc.**

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October 2, 2023

FLORIDA DEPARTMENT OF STATE

Division of Corporations

UNIVERSITY PARK CAPITAL ADVISORS, INC.

7706 SLOANE GARDENS COURT

UNIVERSITY PARK, FL 34201US

SUBJECT: UNIVERSITY PARK CAPITAL ADVISORS, INC.

REF: P23000C40676.

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Tammi Cline

Regulatory Specialist II Supervisor

FAX Aud. #: H23000346289

Letter Number: 823A00022744

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**UNIVERSITY PARK CAPITAL ADVISORS, INC.**  
**ARTICLES OF MERGER**

Pursuant to the provisions of Section 607.1105 of the Florida Business Corporation Act, and Article 9 of the New York Business Corporation Law, the undersigned corporations adopt the following Articles of Merger for the purpose of merging them into one corporation:

1. The names of the corporations that are parties to this merger are The David J. Yvars Group, Inc., a New York domestic business corporation, with its principal office at 400 Columbus Avenue, Valhalla, New York 01595, and University Park Capital Advisors, Inc., a Florida profit corporation, with its principal office at 7706 Sloane Gardens Court, University Park, Florida 34201.

2. The surviving corporation is University Park Capital Advisors, Inc., a Florida profit corporation with its principal office at 7706 Sloane Gardens Court, University Park, Florida 34201.

3. The merger was approved by each domestic merging corporation in accordance with s.607.1101(1)(b), F.S., and by the organic law governing the other parties to the merger.

4. The surviving corporation existed before the merger and is a domestic filing entity, and its Articles of Incorporation are being amended as attached.

5. The Plan of Merger was adopted by the board of directors and approved by the shareholders of all classes of stock of The David J. Yvars Group, Inc., on August 28, 2023, in accordance with the applicable provisions of Article 9 of the New York Business Corporation Law, and adopted by the board of directors and approved by the shareholders of all classes of stock of University Park Capital Advisors, Inc., on August 28, 2023, in accordance with the applicable provisions of the Florida Statutes, Chapter 607.

6. This merger is effective as of the date of filing.

THE DAVID J. YVARS GROUP INC., a New  
 York domestic profit corporation

By: \_\_\_\_\_

David J. Yvars, President

UNIVERSITY PARK CAPITAL ADVISORS,  
 INC., a Florida domestic profit corporation

By: \_\_\_\_\_

David J. Yvars, President

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**ARTICLES OF AMENDMENT  
OF UNIVERSITY PARK CAPITAL ADVISORS, INC.**

1. Pursuant to Florida Statutes Sections 607.1003 and 607.1006, Article III of the Articles of Incorporation of the above-referenced Corporation is amended to increase the number of authorized shares of common stock of the Corporation to four hundred.

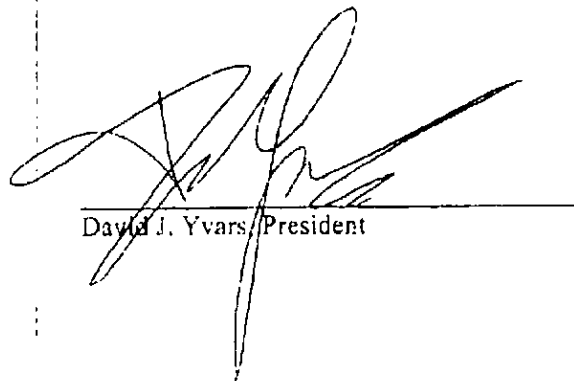
2. The foregoing Amendment was adopted on August 28, 2023, by written unanimous consent of all of the Directors and Shareholders entitled to vote on the Amendment, in accordance with Florida Statutes Sections 607.0704 and 607.0821.

3. This Amendment does not provide for an exchange, reclassification, or cancellation of stock; create appraisal rights; or create a new interest holder liability.

4. These Articles of Amendment shall be effective as of October 1, 2023.

5. The Secretary of State is hereby requested to approve and file these Articles of Amendment in accordance with Chapter 607, Florida Statutes.

The undersigned has executed these Articles of Amendment on September 11, 2023.

  
\_\_\_\_\_  
David J. Yvars, President