

STATEMENT OF MERGER

merging

JAYKER WHOLESALE NURSERY INC.
(an Idaho corporation)

into

JAYKER RE-WHOLESALE NURSERY INC.
(an Idaho corporation)

Pursuant to Section 30-22-205 of the Idaho Model Entity Transactions Act:

JAYKER WHOLESALE NURSERY INC., an Idaho corporation (“Jayker Wholesale”), and **JAYKER RE-WHOLESALE NURSERY INC.**, an Idaho corporation (“Jayker Re-Wholesale”), do hereby certify that:

FIRST: Jayker Wholesale and Jayker Re-Wholesale entered into an Plan and Agreement of Merger dated January 12, 2022 (the “Plan of Merger”), which provides for the merger (the “Merger”) of Jayker Wholesale with and into Jayker Re-Wholesale, which will be the Surviving Corporation.

SECOND: Jayker Wholesale has outstanding 1,000,000 shares of Common Stock, all of which were voted in favor of the Plan of Merger. There were no votes cast against the Plan of Merger. As such, the Plan of Merger was duly approved by the Shareholders of Jayker Wholesale.

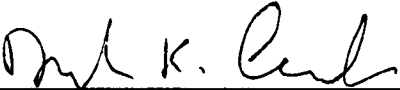
THIRD: Jayker Re-Wholesale has outstanding 1,000,000 shares of Common Stock, all of which were voted in favor of the Plan of Merger. There were no votes cast against the Plan of Merger. As such, the Plan of Merger was duly approved by the Shareholders of Jayker Re-Wholesale.

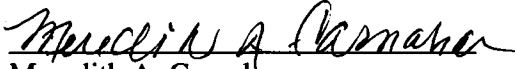
FOURTH: Jayker Re-Wholesale shall issue to each shareholder of Jayker Wholesale one (1) share of Jayker Re-Wholesale Common Stock for each share of Common Stock in Jayker Wholesale.

FIFTH: The effective date of the Statement of Merger and Plan of Merger is January 31, 2022.

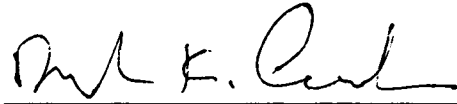
DATED January 12, 2022.

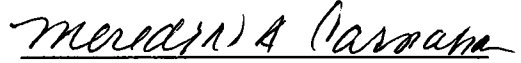
JAYKER WHOLESALE NURSERY INC.

By: 
Douglas K. Carnahan
President and Co-Chair of the Board

By: 
Meredith A. Carnahan
Co-Chair of the Board

JAYKER RE-WHOLESALE NURSERY INC.

By: 
Douglas K. Carnahan
President and Co-Chair of the Board

By: 
Meredith A. Carnahan
Co-Chair of the Board