FIRST AMENDMENT TO THE BYLAWS
OF
COASTAL ALABAMA FARMERS’ AND FISHERMAN’S MARKET, INC.

The Sole Member and the Board of Directors of COASTAL ALABAMA FARMERS’ AND FISHERMAN’S MARKET, INC. (the “Corporation”) duly adopted the following First Amendment to the Bylaws of the Corporation (the “First Amendment”) as of the **4th** day of **April, 2022**, **and** the **1st** day of **April, 2022**, ***respectively***.

1. Article XI, Section 2 of the Bylaws is hereby amended to read in its entirety as follows:

> **Section 2. DISTRIBUTION OF ASSETS.** Upon winding up and dissolution, the assets of the Corporation shall be applied and distributed as follows: (a) all liabilities and obligations shall be paid, satisfied and discharged, or adequate provision shall be made therefor; and (b) assets not held upon a condition requiring return, transfer or conveyance to any other organization or individual shall be distributed, transferred or conveyed, in trust or otherwise, to the City of Foley, Alabama. Under no circumstances shall the assets of the corporation be distributed to the Sole Member.

2. The Bylaws are hereby, and shall henceforth be deemed to be, amended, modified and supplemented in accordance with the provisions hereof, effective as of the effective date of this First Amendment. Except as amended herein, the Bylaws shall remain unmodified and in full force and effect.

3. All capitalized terms set forth herein which are not otherwise defined herein shall have the same meaning ascribed to such terms in the Bylaws, except as otherwise provided herein or as the context otherwise requires.