

Division of Corporations Page 1 of 1
F04000000 620

Florida Department of State
 Division of Corporations
 Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H07000240285 3))



H070002402853ABC

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: *617-6380*
 Division of Corporations
 Fax Number : (850)205-0380

From:
 Account Name : C T CORPORATION SYSTEM
 Account Number : FCA000000023
 Phone : (850)222-1092
 Fax Number : (850)878-5926

RE-SUBMIT

Please retain original filing date of submission *9/26/06*

COR AMND/RESTATE/CORRECT OR O/D RESIGN

BLUE CAPITAL MANAGEMENT, INC.

Certificate of Status	1
Certified Copy	0
Page Count	<i>084</i>
Estimated Charge	\$43.75

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 07 SEP 26 AM 11:54
 FILED

Electronic Filing Menu Corporate Filing Menu Help

<https://efile.sunbiz.org/scripts/efilcovr.exe>

Amnd/m

9/26/2007



September 27, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

BLUE CAPITAL MANAGEMENT, INC.
400 INTERSTATE NORTH PARKWAY
SUITE 500
ATLANTA, GA 30339

SUBJECT: BLUE CAPITAL MANAGEMENT, INC.
REF: F04000000620

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.

The date in block #4 should be 9/19/07.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6892.

Tina Roberts
Document Specialist

FAX Aud. #: H07000240285
Letter Number: 207A00056725

RECEIVED
2007 OCT -1 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P.O BOX 6327 - Tallahassee, Florida 32314

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F04000000620

(Document number of corporation (if known))

FILED
07 SEP 26 AM 11:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Blue Capital Management, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Texas (Incorporated under laws of) 3. 02/03/2004 (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 9/19/07

5. Wealth Capital Management, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Delaware
(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

J. Greer Cummings, Jr.
(Signature of a director, president or other officer - If in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

J. Greer Cummings, Jr.
(Typed or printed name of person signing)

Assistant Secretary
(Title of person signing)

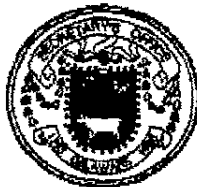
FL021 - 01107 CT System Online

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE CERTIFICATE OF CONVERSION OF A TEXAS CORPORATION "BLUE CAPITAL MANAGEMENT, INC." TO A DELAWARE CORPORATION OF "WEALTH CAPITAL MANAGEMENT, INC.", WAS FILED IN THIS OFFICE ON THE NINETEENTH DAY OF SEPTEMBER, A.D. 2007, AT 8:25 O'CLOCK P.M.



4426022 8317

071053548

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6027928

DATE: 09-26-07