

F4000001183

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

6/20/07

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: G.N. Richardson & Associates, Inc.
(Name of Corporation)

DOCUMENT NUMBER: F04000001183

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Janet Revnyak
(Name of Contact Person)

Richardson Smith Gardner & Associates, Inc.
(Firm/Company)

14 N. Boylan Avenue
(Address)

Raleigh, NC 27603
(City/State and Zip Code)

For further information concerning this matter, please call:

Janet Revnyak at (919) 828-0577, Ext. 120
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35.00 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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)

F04000001183

(Document number of corporation (if known))

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. G.N. RICHARDSON & ASSOCIATES, INC.
(Name of corporation as it appears on the records of the Department of State)
2. North Carolina (Incorporated under laws of)
3. April 14, 2006 (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? January 1, 2007
5. RICHARDSON SMITH GARDNER & ASSOCIATES, 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.

(New jurisdiction)

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Stacey A. Smith

(Typed or printed name of person signing)

President

(Title of person signing)



NORTH CAROLINA

Department of The Secretary of State

To all whom these presents shall come, Greetings:

I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF AMENDMENT

OF

RICHARDSON SMITH GARDNER & ASSOCIATES, INC.

the original of which was filed in this office on the 12th day of December, 2006.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 25th day of January, 2007

Elaine F. Marshall

Secretary of State

SOSID: 0286090
Date Filed: 12/12/2006 8:08:00 AM
Effective: 1/1/2007
Elaine F. Marshall
North Carolina Secretary of State
C20063400225

State of North Carolina
Department of the Secretary of State

ARTICLES OF AMENDMENT

Pursuant to §55-10-06, §55B and §55D-20 of the General Statutes of North Carolina, the undersigned professional corporation hereby submits the following Articles of Amendment for the purpose of amending its Articles of Incorporation:

1. The name of the corporation is: **G.N. Richardson & Associates, Inc.**

2. The text of the amendment adopted is as follows:

The sole purpose of these Articles of Amendment is to change the corporate name from **G.N. Richardson & Associates, Inc.** to **Richardson Smith Gardner & Associates, Inc.**

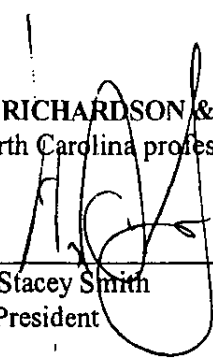
4. The date of adoption of such amendment was September 1, 2006.

5. The amendment was approved by unanimous shareholder action, and such shareholder approval was obtained as required by Chapter 55 of the North Carolina General Statutes.

6. These articles will be effective on January 1, 2007.

This the 7TH day of NOVEMBER, 2006.

G.N. RICHARDSON & ASSOCIATES, INC.
a North Carolina professional corporation


By: Stacey Smith
Its: President



**NORTH CAROLINA BOARD OF EXAMINERS
FOR ENGINEERS AND SURVEYORS**

4601 Six Forks Rd Suite 310
Raleigh, North Carolina 27609

CERTIFICATE FOR FILING

with

SECRETARY OF STATE

For a Professional Corporation to change their name

(Certificate expires and becomes invalid as of **December 16, 2006**)

[For professions other than engineering and land surveying, obtain *Certificate(s)* from appropriate Licensing Board(s).]

TO: Office of the Secretary of State
PO Box 29622
Raleigh, North Carolina 27626-0622

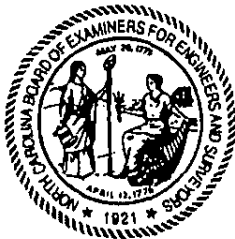
FROM: North Carolina Board of Examiners
for Engineers and Surveyors

The Officers, Directors and Shareholders of:
G. N. RICHARDSON & ASSOCIATES, INC.
Have made application to our Board to change their name to:

RICHARDSON SMITH GARDNER & ASSOCIATES, INC.

And have identified, by application to the Board of Examiners, the names and addresses of the Officers, Directors and Shareholders (or proposed Officers, Directors and Shareholders) of the Company. Said application also certifies that shares of said Corporation are (or will be) owned in accordance with the provisions of G. S. 55B. Based upon my examination of the records of this office, I hereby certify that at least one Officer, Director and Shareholder of the company is a "licensee" as defined in §55B-2(2) and is authorized to practice engineering pursuant to the requirements of the *North Carolina Engineering and Land Surveying Act*, Chapter 89C of the North Carolina General Statutes.

This Certificate is executed under the authority of the North Carolina Board of Examiners for Engineers and Surveyors on the 16th day of October 2006.



Andrew L. Ritter
Executive Director

Telephone
(919) 791-2000

FAX
(919) 791-2012

EMAIL Address
ncbels@ncbels.org

WEB Site
www.ncbels.org