

June 25, 2012

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

Re: Registration No. F04000001183

To whom it may concern,

I am submitting an amended application form for Richardson Smith Gardner & Associates, Inc. Effective July 1, 2012 the corporation's name will change to Smith Gardner, Inc. I have included documents from the N.C. Secretary of State substantiating that the change has been filed and approved.

Should you require any additional information, please do not hesitate to contact me. Thank you for your assistance.

Sincerely,



Janet Revnyak
Treasurer/Administrative Manager

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Smith Gardner, Inc.
Name of Corporation

DOCUMENT NUMBER: F0400000118

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

Smith Gardner, Inc.
Firm/Company

14 N. Boylan Avenue
Address

Raleigh, NC 27603
City/State and Zip Code

janet@rsgengineers.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Janet Revnyak at (919) 828-0577
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.)

eff
7/1

SECTION I
(1-3 MUST BE COMPLETED)

F04000001183

(Document number of corporation (if known))

1. Richardson Smith Gardner & Associates, Inc.
(Name of corporation as it appears on the records of the Department of State)

2. North Carolina 3. April 14, 2006
(Incorporated under laws of) (Date authorized to do business in Florida)

12 JUN 97 PM 12:39
FILED

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? July 1st, 2012

5. Smith Gardner, 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)

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.

(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

CERTIFICATE OF EXISTENCE (PROFESSIONAL CORPORATION)

I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify that

SMITH GARDNER, INC.

is a professional corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 16th day of April, 1991, with its period of duration being Perpetual.

I FURTHER certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that the said corporation's certificate of registration is not suspended or revoked by their licensing board; and that the said corporation has not filed articles of dissolution as of the date of this certificate.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 21st day of June, 2012.

Elaine F. Marshall

Secretary of State

C201213200113

SOSID: 0286090
Date Filed: 5/11/2012 1:11:00 PM
Effective: 7/1/2012
Elaine F. Marshall
North Carolina Secretary of State
C201213200113

State of North Carolina
Department of the Secretary of State

ARTICLES OF AMENDMENT
BUSINESS CORPORATION

Pursuant to §55-10-06 of the General Statutes of North Carolina, the undersigned corporation hereby submits the following Articles of Amendment for the purpose of amending its Articles of Incorporation.

1. The name of the corporation is: Richardson Smith Gardner & Associates, Inc.

2. The text of each amendment adopted is as follows (*State below or attach*):

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

3. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment, if not contained in the amendment itself, are as follows:
n/a

4. The date of adoption of each amendment was as follows: April 16, 2012

5. (Check either a, b, c, or d, whichever is applicable)

- a. The amendment(s) was (were) duly adopted by the incorporators prior to the issuance of shares.
- b. The amendment(s) was (were) duly adopted by the board of directors prior to the issuance of shares.
- c. The amendment(s) was (were) duly adopted by the board of directors without shareholder action as shareholder action was not required because (*set forth a brief explanation of why shareholder action was not required.*)

d. The amendment(s) was (were) approved by shareholder action, and such shareholder approval was obtained as required by Chapter 55 of the North Carolina General Statutes.

ARTICLES OF AMENDMENT

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6. These articles will be effective upon filing, unless a delayed time and date is specified:
These articles will be effective on July 1, 2012
-
-

This the 17th day of April, 2012

Richardson Smith Gardner & Associates, Inc.

Name of Corporation

Signature

Stacey A. Smith, President

Type or Print Name and Title

NOTES:

1. Filing fee is \$50. This document must be filed with the Secretary of State.



**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

to change the name of

PROFESSIONAL CORPORATION

(Certificate expires and becomes invalid as of May 18, 2012)

[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:
Richardson Smith Gardner & Associates, Inc.
Have made application to our Board to change their name to:

Smith Gardner, 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 18th day of April 2012.



Andrew L. Ritter
Executive Director