

F090000002557

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

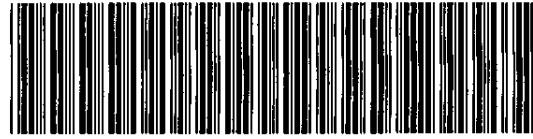
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



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04/09/12--01006--007 \*\*35.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
12 APR 23 AM 8:26

Name chg  
@ 4.23.12

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** The Garrison Barrett Group / LIVE Design Group  
Name of Corporation

**DOCUMENT NUMBER:** FO9000002557

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Craig Krawczyk  
Name of Contact Person

LIVE Design Group PL  
Firm/Company

2801 2nd Ave S, Ste A  
Address

Birmingham, AL 35233  
City/State and Zip Code

craig@livedesigngroup.com / aubrey@livedesigngroup.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Mallory Gudzan at (205) 870-3090  
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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 9, 2012

CRAIG KRAWSZYK  
LIVE DESIGN GROUP PC  
2801 2ND AVE S - STE. A  
BIRMINGHAM, AL 35233

SUBJECT: THE GARRISON BARRETT GROUP, INC.  
Ref. Number: F09000002557

We have received your document for THE GARRISON BARRETT GROUP, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date 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 the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

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) 245-6050.

Irene Albritton  
Regulatory Specialist II

Letter Number: 612A00011334

RECEIVED

12 APR 23 AM 2:46

TALLAHASSEE, FLORIDA

**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)**

F09000002557(?)  
(Document number of corporation (if known))

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
12 APR 23 AM 8:29

1. The Garrison Barrett Group, Inc.  
(Name of corporation as it appears on the records of the Department of State)
2. Alabama (Incorporated under laws of)      3. 6/25/2009 (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? 5/26/2010

5. LIVE Design Group PC  
(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)

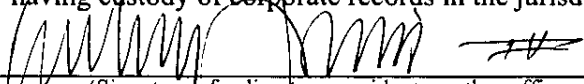
6. If the amendment changes the period of duration, indicate new period of duration.

N/A  
(New duration)

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

N/A  
(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)

Aubrey Garrison III  
(Typed or printed name of person signing)

President  
(Title of person signing)

ARTICLES OF AMENDMENT AND RESTATEMENT  
OF THE  
ARTICLES OF INCORPORATION  
OF  
THE GARRISON-BARRETT GROUP, INC.

  
20100527000568820 1/6  
Bk: LR201004 Pg:20753  
Jefferson County, Alabama  
I certify this instrument filed on  
05/27/2010 01:53:18 PM PREST  
Judge of Probate- Alan L. King

(For purposes of being renamed LIVE design group pc,  
reclassifying its nonvoting common stock  
and

being governed by the Revised Alabama Professional Corporation Act)

TO THE HONORABLE JUDGE OF PROBATE OF JEFFERSON COUNTY, ALABAMA:

Pursuant to the provisions of Ala. Code § 10-2B-10.07 and § 10-4-384(a), The Garrison-Barrett Group, Inc., an Alabama corporation (the "Corporation"), hereby elects to change its name, reclassify its nonvoting common stock and be governed by the Revised Alabama Professional Corporation Act (Ala. Code § 10-4-380; *et seq.*) and executes and delivers the following Articles of Amendment and Restatement of the Articles of Incorporation:

FIRST: The name of the Corporation is The Garrison-Barrett Group, Inc.

SECOND: The Articles of Incorporation of the Corporation are amended and restated in their entirety to change the name of the Corporation, reclassify the Corporation's nonvoting common stock and comply with the Revised Alabama Professional Corporation Act to read as follows:

**"RESTATED ARTICLES OF INCORPORATION  
OF  
LIVE design group pc**

1. The amended name of the corporation is LIVE design group pc.
2. The corporation is incorporated under, and shall be governed by, the Revised Alabama Professional Corporation Act, Code of Alabama (1975), § 10-4-380, *et seq.*, including all amendments thereto, and by the Alabama Business Corporation Act, Code of Alabama (1975), as amended, § 10-2B-1.01, *et seq.*, including all amendments thereto, except to the extent that the provisions of the Alabama Business Corporation Act are inconsistent with the provisions of the Revised Alabama Professional Corporation Act, in which case the latter shall govern.
3. The period of its duration is perpetual.
4. The purpose for which the corporation is organized is, and the corporation is hereby expressly authorized to engage in, rendering professional services and services ancillary thereto within the practice of architecture, and the

transaction of any and all lawful business in connection therewith allowed by the Revised Alabama Professional Corporation Act and the Alabama Business Corporation Act.

5. The number of shares of capital stock the corporation is authorized to issue is two thousand five hundred (2,500) shares of common stock, par value \$1.00 per share.

6. The location and mailing address of the registered office of the corporation is 2901 2<sup>nd</sup> Avenue South, Suite 170, Birmingham, Alabama 35233, and the name of its registered agent at that office is Aubrey Garrison III.

7. The name and address of the incorporator of the corporation are as follows:

<u>Name</u>	<u>Address</u>
Aubrey Garrison III	2901 2 <sup>nd</sup> Avenue South, Suite 170 Birmingham, Alabama 35233

8. (a) The number of directors of the corporation shall be one or more, as specified in the bylaws of the corporation. The bylaws may establish a variable range for the size of the board of directors of the corporation by fixing a minimum and a maximum number of directors. The number of directors may be fixed or changed from time to time, within the minimum and maximum, by the board of directors.

(b) The names and addresses of the individuals who are to serve as the directors of the corporation are as follows:

<u>Name</u>	<u>Address</u>
Aubrey Garrison III	2901 2 <sup>nd</sup> Avenue South, Suite 170 Birmingham, Alabama 35233
Craig Krawczyk	2901 2 <sup>nd</sup> Avenue South, Suite 170 Birmingham, Alabama 35233
Jeff Quinn	2901 2 <sup>nd</sup> Avenue South, Suite 170 Birmingham, Alabama 35233

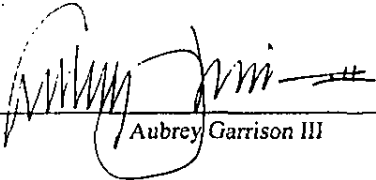
9. No shareholder shall have a pre-emptive right to purchase shares of any class of capital stock of the corporation, including treasury shares.

10. The corporation shall have the right to purchase, take, receive or otherwise acquire, hold, own, pledge and transfer or otherwise dispose of its own shares. Purchases by the corporation of its own shares, whether direct or indirect.

may be made to the extent of unreserved and unrestricted earned surplus and capital surplus of the corporation available therefor."

**THIRD:** The Corporation hereby effects a reclassification of its outstanding nonvoting common stock by changing and reclassifying each one (1) share of nonvoting common stock, par value \$1.00, of the Corporation which is issued and outstanding on the effective date of these Articles of Amendment and Restatement of the Articles of Incorporation into one (1) validly issued, fully paid and non-assessable share of the Corporation's common stock, par value \$1.00 per share, without any action by the holder thereof. Each certificate that represented shares of nonvoting common stock prior to the effective date of these Articles of Amendment and Restatement of the Articles of Incorporation shall thereafter represent that number of shares of common stock into which such shares of nonvoting common stock were reclassified without any action by the holder thereof; provided, however, that each person holding of record a stock certificate that represented shares of nonvoting common stock shall receive, upon surrender of such certificate, a new certificate evidencing and representing the number of shares of common stock to which such person is entitled under the foregoing reclassification.

The Corporation has caused these Restated Articles of Incorporation to be executed by its duly authorized officer in accordance with the Revised Alabama Professional Corporation Act and the Alabama Business Corporation Act this the ~~26<sup>th</sup>~~ day of May, 2010.

  
Aubrey Garrison III

This instrument prepared by:

C. Samuel Todd, Esq.  
Bradley Arant Boult Cummings LLP  
1819 Fifth Avenue North  
Birmingham, Alabama 35203

**CERTIFICATE  
REGARDING  
RESTATED ARTICLES OF INCORPORATION**

Pursuant to Section 10-2B-10.07(d) of the Alabama Business Corporation Act, The Garrison Barrett Group, Inc., an Alabama corporation (the "Corporation"), executes and delivers this certificate:

FIRST. The Restated Articles of Incorporation to which this Certificate is attached contain amendments to the Articles of Incorporation of the Corporation requiring shareholder approval.

SECOND. The name of the Corporation is The Garrison Barrett Group, Inc. (although its name is being changed to LIVE design group pc pursuant to the Restated Articles of Incorporation and in accordance with the provisions of the Revised Alabama Professional Corporation Act).

THIRD. The Restated Articles of Incorporation amend the Articles of Incorporation in their entirety as set forth in the Restated Articles of Incorporation.

FOURTH. The Restated Articles of Incorporation were adopted by the shareholders of the Corporation on the 26<sup>th</sup> day of May, 2010, pursuant to an action by unanimous written consent of the shareholders of the Corporation, in the manner prescribed by the Alabama Business Corporation Act.

FIFTH. At the time of the adoption of the Restated Articles of Incorporation, there were 821 shares of (voting) common stock, par value \$1.00 per share, and 905 shares of nonvoting common stock, par value \$1.00 per share, outstanding. The holders of such shares of (voting) common stock were entitled to cast one vote per share, or an aggregate of 821 votes, and the holders of such shares of nonvoting common stock were entitled to cast one vote per share, or an aggregate of 905 votes. The holders of all such votes were indisputably represented in the aforementioned action by unanimous written consent.

SIXTH. The number of votes of (voting) common stock cast for such amendment was 821, and the number of votes of (voting) common stock cast against such amendment was 0. The number of votes of nonvoting common stock cast for such amendment was 905, and the number of votes of nonvoting common stock cast against such amendment was 0.

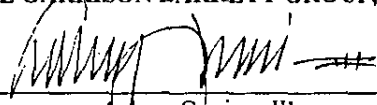
[Signature Page Follows]



DATED this 26<sup>th</sup> day of May, 2010.

**THE GARRISON-BARRETT GROUP, INC.**

By: \_\_\_\_\_



Aubrey Garrison III  
President

Beth Chapman  
Secretary of State

P.O. Box 5616  
Montgomery, AL 36103-5616

# STATE OF ALABAMA

I, Beth Chapman, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

LIVE design group pc

This domestic corporation name is proposed to be incorporated in Jefferson County and is for the exclusive use of Rebecca Taber, 1819 5th Ave N, Birmingham, AL 35203 for a period of one hundred twenty days beginning May 17, 2010 and expiring September 15, 2010.

20100527000568820 6/6  
BK: LR201004 Pg: 20753  
Jefferson County, Alabama  
05/27/2010 01:53:18 PM PREST  
Fee - \$26.00

Total of Fees and Taxes-\$26.00  
LYNN

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

May 17, 2010

Date

*Beth Chapman*

Beth Chapman

Secretary of State



State of Alabama  
Jefferson County

I, the Undersigned, as Judge of Probate Court in and for Jefferson County, Alabama, hereby certify that the foregoing is a full, true and correct copy of the instrument with the filing of same as appears of record in this office. Given under my hand and official seal, this the 17<sup>th</sup> day of April, 2012

Alon J. King

JUDGE OF PROBATE

