

#10000004730

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2016 OCT 31 AM 10:52

FILED

11/20/16

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: TIDGEWELL ASSOCIATES, INC.
Name of Corporation

DOCUMENT NUMBER: F10000004730

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Judy Bellamy-Woodford

Name of Contact Person

Anthem, Inc.

Firm/Company

4425 Corporation Lane

Address

Virginia Beach, VA 23462

City/State and Zip Code

judy.bellamy-woodford@anthem.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Judy Bellamy-Woodford

Name of Contact Person

at (757) 769-7857
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)

F10000004730

(Document number of corporation (if known))

1. Tidgewell Associates, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Maryland (Incorporated under laws of) 3. 10/25/2010 (Date authorized to do business in Florida)

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TALLAHASSEE, 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? October 7, 2016
5. Living Complete Technologies, Inc. (see Exhibit A)
(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)

Kathleen S. Kiefer
(Typed or printed name of person signing)

Secretary
(Title of person signing)

STATE OF MARYLAND
Department of Assessments and Taxation

I, MICHAEL L. HIGGS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR THE RIGHTS OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT TIDGEWELL ASSOCIATES, INC. FILED ITS ARTICLES OF AMENDMENT WITH A NAME CHANGE CHANGING ITS NAME TO LIVING COMPLETE TECHNOLOGIES, INC. WITH THIS DEPARTMENT ON OCTOBER 07, 2016 AND THAT THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS OCTOBER 12, 2016.



Michael L. Higgs
Deputy Director



301 West Preston Street, Baltimore, Maryland 21201
Telephone Balto. Metro (410) 767-1344 / Outside Balto. Metro (888) 246-5941 0010345934
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice
Fax (410) 333-7097

CRTGST

STATE OF MARYLAND
Department of Assessments and Taxation

I, MICHAEL L. HIGGS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR THE RIGHTS OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT LIVING COMPLETE TECHNOLOGIES, INC., INCORPORATED MAY 02, 2002, IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS OCTOBER 12, 2016.



Michael L. Higgs
Deputy Director



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CRTGST

**ARTICLES OF AMENDMENT AND RESTATEMENT OF
TIDGELL ASSOCIATES, INC.**

Tidgewell Associates, Inc., a Maryland corporation, having its principal office at Edgewater, Maryland ("Corporation"), hereby certifies to the State Department of Assessments and Taxation that:

FIRST: The Corporation desires to amend and restate the Charter of the Corporation as it is currently in effect.

SECOND: The Charter is hereby amended and restated in its entirety to read as follows:

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
LIVING COMPLETE TECHNOLOGIES, INC.**

OCTOBER 6, 2016

ARTICLE I

The name of the Corporation is **Living Complete Technologies, Inc.**

ARTICLE II

The Corporation is a corporation as authorized by Title 2 of the Corporations and Associations Article of the Annotated Code of Maryland.

ARTICLE III

The purposes for which the Corporation is organized are:

- (1) Software Development and Consultation Services; and
- (2) To engage in any lawful business or transaction, or to acquire all or any portion of any entity engaged in any one or more lawful businesses or transactions which the Board of Directors may from time to time authorize or approve, whether or not related to any business activity described in these Articles.

ARTICLE IV

The street address of the principal office of the Corporation is 4029 Chesapeake Drive, Edgewater, Maryland 21037.

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ARTICLE V

The name of the resident agent of the Corporation in Maryland is The Corporation Trust Incorporated, whose address is 351 West Camden Street, Baltimore, MD 21201.

ARTICLE VI

The total number of shares which the Corporation has authority to issue is FIVE HUNDRED (500) shares of common stock, without par value.

ARTICLE VII

The number of directors of the Corporation shall be three (3). The number of Directors of the Corporation may be increased or decreased pursuant to the Bylaws of the Corporation. The names of the directors who shall act until the next annual meeting of shareholders or until their successors are duly chosen and qualified are:

Jenny E. Colton
Daneil Killeen
Ronald W. Penczek

ARTICLE VIII

No director or officer of the Corporation shall be liable to the Corporation or its stockholders for money damages except (1) to the extent that it is proved that such director or officer actually received an improper benefit or profit in money, property, or services, for the amount of the benefit or profit in money, property or services actually received, or (2) to the extent that a judgment or other final adjudication adverse to such director or officer is entered in a proceeding based on a finding in the proceeding that such director's or officer's action, or failure to act, was (a) the result of active and deliberate dishonesty, or (b) intentionally wrongful, willful or malicious and, in each such case, was material to the cause of action adjudicated in the proceeding.

THIRD: The amendment and restatement does not increase the authorized capital stock of the Corporation.

FOURTH: The foregoing amendment and restatement to the Charter of the Corporation has been approved by a majority of the Board of Directors, declared to be advisable and the amendment was limited to a change expressly authorized by Md. Code Ann., Corporations and Associations §2-605 to be made without action by the stockholders.

FIFTH: The current address of the principal office of the Corporation is 4029 Chesapeake Drive, Edgewater, Maryland 21037.

SIXTH: The name of the resident agent of the Corporation in Maryland is The Corporation Trust Incorporated, whose address is 351 West Camden Street, Baltimore, MD 21201.

SEVENTH: There are currently three directors of the Corporation who are:

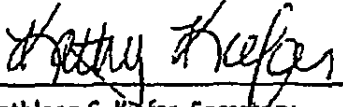
Jenny E. Colton
Daniel Killeen
Ronald W. Penczek

EIGHTH: The provisions set forth in the foregoing articles of amendment and restatement are all of the provisions of the charter currently in effect.

IN WITNESS WHEREOF, Living Complete Technologies, Inc. has caused these Articles of Amendment and Restatement to be signed in its name and on its behalf by its President and witnessed by its Secretary on this 6th day of October, 2016.

WITNESS:

Living Complete Technologies, Inc.



Kathleen S. Kiefer, Secretary

Jenny E. Colton, President

THE UNDERSIGNED, President of Living Complete Technologies, Inc., who executed on behalf of the Corporation the foregoing Articles of Amendment and Restatement of which this certificate is made a part, hereby acknowledges in the name and on behalf of said Corporation the foregoing Articles of Amendment and Restatement to be the corporate act of said Corporation and hereby certifies that to the best of her knowledge, information, and belief the matters and facts set forth therein with respect to the authorization and approval thereof are true in all material respects under the penalties of perjury.



Kathleen S. Kiefer, Secretary

Jenny E. Colton, President

SIXTH: The name of the resident agent of the Corporation in Maryland is The Corporation Trust Incorporated, whose address is 351 West Camden Street, Baltimore, MD 21201.

SEVENTH: There are currently three directors of the Corporation who are:

Jenny E. Colton
Daniel Killeen
Ronald W. Penczek

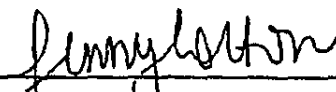
EIGHTH: The provisions set forth in the foregoing articles of amendment and restatement are all of the provisions of the charter currently in effect.

IN WITNESS WHEREOF, Living Complete Technologies, Inc. has caused these Articles of Amendment and Restatement to be signed in its name and on its behalf by its President and witnessed by its Secretary on this 6th day of October, 2016.

WITNESS:

Living Complete Technologies, Inc.

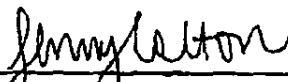
Kathleen S. Kiefer, Secretary



Jenny E. Colton, President

THE UNDERSIGNED, President of Living Complete Technologies, Inc., who executed on behalf of the Corporation the foregoing Articles of Amendment and Restatement of which this certificate is made a part, hereby acknowledges in the name and on behalf of said Corporation the foregoing Articles of Amendment and Restatement to be the corporate act of said Corporation and hereby certifies that to the best of her knowledge, information, and belief the matters and facts set forth therein with respect to the authorization and approval thereof are true in all material respects under the penalties of perjury.

Kathleen S. Kiefer, Secretary



Jenny E. Colton, President