F04000006326

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Special Instructions to Filing Officer:

Amy Kaczmarczyk gave authority to add Fl Qualif Corp name.

ac 7/21

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05 JUL 18 PM 4:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7-20
ac - Mchg

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: GPE, Inc.
(Name of corporation)

DOCUMENT NUMBER: F04000006326

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Amy A. Kaczmarczyk
(Name of person)

Octagon Financial, LLC
(Name of firm/company)

P.O. Box 4010
(Address)

East Lansing, MI 48826-4010
(City/state and zip code)

For further information concerning this matter, please call:

Amy Kaczmarczyk at (517) 336-7617
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:

- [x] $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
409 E. Gaines Street
Tallahassee, FL 32399

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)

F04000006326
(Document number of corporation (if known))

1. GPE, Inc. GPE REALty, INC.
(Name of corporation as it appears on the records of the Department of State)

2. Michigan
(Incorporated under laws of)

3. November 2, 2004
(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? June 3, 2005

5. Rose Land and Finance Corp.
(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)

6-29-05
(Date)

MARK D. WAHL
(Typed or printed name of person signing)

PRESIDENT
(Title of person signing)

UNITED STATES OF AMERICA

The State of Michigan

Michigan Department of Labor & Economic Growth

Lansing, Michigan

This is to Certify that the annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 6th day of July, 2005

Andrew S. Metcalf Jr., *Director*

Bureau of Commercial Services

GOLD SEAL APPEARS ONLY ON ORIGINAL

$0 pd.

BCS/CD-515 (Rev. 12/03)

MICHIGAN DEPARTMENT OF LABOR & ECONOMIC GROWTH
BUREAU OF COMMERCIAL SERVICES

Date Received	(FOR BUREAU USE ONLY)
JUN 02 2005	
	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

FILED

JUN 03 2005

Administrator
BUREAU OF COMMERCIAL SERVICES

Name		
Amy Kaczmarczyk		
Address		
P.O. Box 4010		
City	State	ZIP Code
East Lansing	MI	48826-4010

EFFECTIVE DATE:

Document will be returned to the name and address you enter above.
If left blank document will be mailed to the registered office.

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

For use by Domestic Profit and Nonprofit Corporations

(Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigend corporation executes the following Certificate:

1 The present name of the corporation is: GPE, Inc.

2. The identification number assigned by the Bureau is: 46213C

3. Article 1 of the Articles of Incorporation is hereby amended to read as follows:

The name of the corporation is: Rose Land and Finance Corp.

GOLD SEAL APPEARS ONLY ON ORIGINAL

BCS/CD-515 (Rev. 12/03)

COMPLETE ONLY ONE OF THE FOLLOWING:

4. (For amendments adopted by unanimous consent of incorporators before the first meeting of the board of directors or trustees.)

The foregoing amendment to the Articles of Incorporation was duly adopted on the ______________ day of ______________, __________, in accordance with the provisions of the Act by the unanimous consent of the incorporator(s) *before the first meeting of the Board of Directors or Trustees.*

Signed this ________ day of ______________, __________

______________________ (Signature)	______________________ (Signature)
______________________ (Type or Print Name)	______________________ (Type or Print Name)
______________________ (Signature)	______________________ (Signature)
______________________ (Type or Print Name)	______________________ (Type or Print Name)

5. (For profit and nonprofit corporations whose Articles state the corporation is organized on a stock or on a membership basis.)

The *foregoing amendment to the Articles of Incorporation was duly adopted on the* 26th day of May, 2005, by the shareholders if a profit corporation, or by the shareholders or members if a nonprofit corporation (check one of the following)

- [x] at a meeting the necessary votes were cast in favor of the amendment.
- [ ] by written consent of the shareholders or members having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act if a nonprofit corporation, or Section 407(1) of the Act if a profit corporation. Written notice to shareholders or members who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation.)
- [ ] by written consent of all the shareholders or members entitled to vote in accordance with section 407(3) of the Act if a nonprofit corporation, or Section 407(2) of the Act if a profit corporation.
- [ ] by consents given by electronic transmission in accordance with Section 407(3) if a profit corporation.
- [ ] by the board of a profit corporation *pursuant to section 611(2).*

Profit Corporations and Professional Service Corporations	Nonprofit Corporations
Signed this 27 day of May, 2005	Signed this _____ day of ______________, ________
By Mark D. Wahl (Signature of an authorized officer or agent)	By ______________________ (Signature President, Vice-President, Chairperson or Vice-Chairperson)
Mark D. Wahl (Type or Print Name)	______________________ (Type or Print Name)