

F050000003/1

(Requestor's Name)

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(City/State/Zip/Phone #)

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(Business Entity Name)

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TALLAHASSEE, FLORIDA

FL 6-7-11



O'MEARA,
FERGUSON,
WHELAN,
AND CONWAY

June 2, 2011

Tina Roberts
Regulatory Specialists II
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Ms. Roberts,

I received your letter dated May 20, 2011(copy is attached herein) regarding our company's application by foreign corporation to file amendment to application for authorization to transact business in Florida.

Please find attached the correct documents evidencing the amendment.

Sincerely,


Albert J Holder
Director of Legal Affairs

RECEIVED
11 JUN -6 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 20, 2011

ALBERT J. HOLDER
O'MEARA, FERGUSON, WHELAN AND COMPANY
350 S. MAIN ST STE 220
ANN ARBOR, MI 48104

SUBJECT: O'MEARA FERGUSON KEARNS, INC.
Ref. Number: F05000000311

We have received your document for O'MEARA FERGUSON KEARNS, INC. and your check(s) totaling \$43.75. 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.

It appears that you attached the wrong certificate.

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) 245-6892.

Tina Roberts
Regulatory Specialist II

Letter Number: 311A00012559

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: O'MEARA FERGUSON KEARNS, INC.
Name of Corporation

DOCUMENT NUMBER: F05000000311

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

ALBERT J HOLDER
Name of Contact Person

O'MEARA, FERGUSON, WHELAN AND CONWAY, PC
Firm/Company

350 S. MAIN ST., SUITE 220
Address

ANN ARBOR, MI 48104
City/State and Zip Code

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

For further information concerning this matter, please call:

Albert J Holder at (734) 929-3330
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|---|--|--|---|
| <input type="checkbox"/> \$35.00 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$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)

F05000000311

(Document number of corporation (if known))

1. O'MEARA FERGUSON KEARNS, INC.
(Name of corporation as it appears on the records of the Department of State)
2. DELAWARE 3. 1/10/2006
(Incorporated under laws of) (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? 04/09/2008

5. O'MEARA, FERGUSON, WHELAN, AND CONWAY, 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.

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

Janet Frye
(Typed or printed name of person signing)

Secretary
(Title of person signing)

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:36 PM 04/09/2008
FILED 01:31 PM 04/09/2008
SRV 080410006 - 3702632 FILE

**STATE of DELAWARE
CERTIFICATE of AMENDMENT of
CERTIFICATE of INCORPORATION**

O'Meara Ferguson Kearns, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, at a meeting duly called and legally held on March 18, 2008, adopted resolutions setting forth a proposed amendment of the Amended and Restated Certificate of Incorporation of said corporation, declaring said amendment to be advisable and directing that the amendment be submitted to the stockholders of said corporation for consideration and approval thereof by written consent. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Directors of the Company hereby adopt and approve the change of the Company's name to "O'Meara, Ferguson, Whelan, and Conway, Inc.."

FURTHER RESOLVED, that the Directors hereby recommend said action to the Company's Shareholders; and

FURTHER RESOLVED, upon adoption by the Shareholders, Management is hereby authorized and directed to take such actions it deems reasonable and appropriate to effect the change of the Company's name as described herein, and to undertake such rebranding as it also deems appropriate.

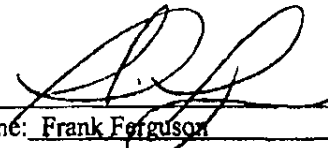
SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of the corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

FOURTH: That this Certificate of Amendment of the Certificate of Incorporation shall be effective on filing.

IN WITNESS WHEREOF, O'Meara Ferguson Kearns, Inc., has caused this certificate to be signed this 9th day of April, 2008.

O'MEARA FERGUSON KEARNS, INC.

By: 
Name: Frank Ferguson
Its: Treasurer

Delaware

PAGE 1

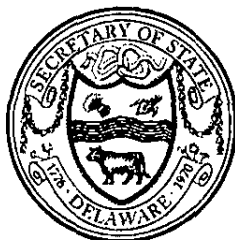
The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "O'MEARA FERGUSON KEARNS, INC.", CHANGING ITS NAME FROM "O'MEARA FERGUSON KEARNS, INC." TO "O'MEARA, FERGUSON, WHELAN, AND CONWAY, INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF APRIL, A.D. 2008, AT 1:31 O'CLOCK P.M.

3702632 8100

110662045

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8799399

DATE: 05-31-11