

F05000002427

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

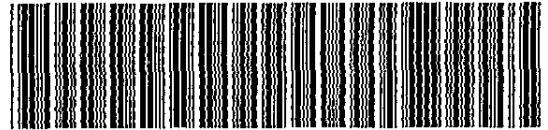
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

Name Chg/cus
@ 5.18.06



200070298692

04/14/06--01021--021 **43.75

FILED
06 MAY 18 AM 10:00
TALLAHASSEE, FLORIDA

MANNING & BANKS, INC.
12101 County Line Road
Chesterland, Ohio 44026

May 15, 2006

Ms. Irene Albritton
Document Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Mannco Services, Inc.
Ref. No. F05000002427

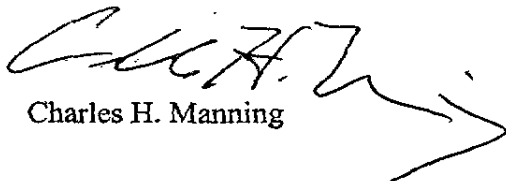
Dear Ms. Albritton:

As requested in your letter, please find enclosed Ohio Secretary of State Certificate and Amendment filing changing the name of Mannco Services Inc. to *Manning & Banks, Inc.*

Should you require any further information, please call me at 440-313-8574.

Thank you for your assistance.

Very truly yours,


Charles H. Manning

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: MANNCO SERVICES, INC.
(Name of Corporation)

DOCUMENT NUMBER: F05000002427

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Charles H. Manning
(Name of Contact Person)

MANNING & BANKS, INC.
(Firm/Company)

12101 County Line Road
(Address)

Chesterland, OH 44026
(City/State and Zip Code)

For further information concerning this matter, please call:

Charles H. Manning at (440) 313-8574
(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)
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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 19, 2006

CHARLES H. MANNING
MANNING & BANKS, INC.
12101 COUNTY LINE ROAD
CHESTERLAND, OH 44026

SUBJECT: MANNCO SERVICES, INC.
Ref. Number: F05000002427

We have received your document for MANNCO SERVICES, 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.

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) 245-6964.

Irene Albritton
Document Specialist

Letter Number: 906A00026629

Doc ID -->

200609701710



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
04/07/2006	200609701710	DOMESTIC/AMENDED RESTATED ARTICLES (AMA)	50.00	.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

CHARLES H. MANNING
12101 COUNTY LINE RD.
CHESTERLAND, OH 44026

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, J. Kenneth Blackwell

1514731

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
MANNING & BANKS, INC.

and, that said business records show the filing and recording of:

Document(s)

DOMESTIC/AMENDED RESTATED ARTICLES

Document No(s):

200609701710



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 6th day of April, A.D.
2006.

J. Kenneth Blackwell
Ohio Secretary of State

Prescribed by **J. Kenneth Blackwell**

Ohio Secretary of State

Central Ohio: (614) 466-3910

Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.state.oh.us/sose-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)

☐ Yes PO Box 1390
Columbus, OH 43216

*** Requires an additional fee of \$100 ***

☒ No PO Box 1028
Columbus, OH 43216

**Certificate of Amendment by
Shareholders or Members
(Domestic)**

Filing Fee \$50.00

(CHECK ONLY ONE (1) BOX)**(1) Domestic for Profit**
☒ Amended
(122-AMAP)

☐ Amendment
(125-AMDS)
(2) Domestic Non-Profit
☐ Amended
(126-AMAN)

☐ Amendment
(126-AMD)
Complete the general information in this section for the box checked above.Name of Corporation MANNCO SERVICES, INC.Charter Number 1514731Name of Officer Charles H. ManningTitle President
☐ Please check if additional provisions attached.

The above named Ohio corporation, does hereby certify that:

☐ A meeting of the ☐ shareholders ☐ directors (non-profit amended articles only)

☐ members was duly called and held on _____
(Date)

 at which meeting a quorum was present in person or by proxy, based upon the quorum present, an affirmative
vote was cast which entitled them to exercise _____ % as the voting power of the corporation.

☒ In a writing signed by all of the ☒ shareholders ☐ directors (non-profit amended articles only)

☐ members who would be entitled to the notice of a meeting or such other proportion not less than a majority as the
articles of regulations or bylaws permit.
Clause applies if amended box is checked.
 Resolved, that the following amended articles of incorporations be and the same are hereby adopted to supercede
and take the place of the existing articles of incorporation and all amendments thereto.

All of the following information must be completed if an amended box is checked.
If an amendment box is checked, complete the areas that apply.

FIRST: The name of the corporation is: MANNING & BANKS, INC.

SECOND: The place in the State of Ohio where its principal office is located is in the City of:

Chesterland

(city, village or township)

Geauga


(county)

THIRD: The purposes of the corporation are as follows:

To provide construction services and for all other purposes permitted by law.

FOURTH: The number of shares which the corporation is authorized to have outstanding is: 500
(Does not apply to box (2))

REQUIRED
Must be authenticated
(signed) by an authorized
representative
(See Instructions)


Authorized Representative
Charles H. Manning, President
(Print Name)

April 4, 2006

Date

Authorized Representative

(Print Name)

Date

ACTION BY UNANIMOUS CONSENT
OF SHAREHOLDERS WITHOUT A MEETING
OF
MANNCO SERVICES, INC.

The undersigned, being all of the shareholders of Mannco Services, Inc., Ohio corporation, adopt the following Resolutions by unanimous written consent without a meeting pursuant to Section 1701.54 of the Ohio Revised Code:

WHEREAS, Mannco Services, Inc. desires to amend its Articles of Incorporation to reflect a desired change of name; and

WHEREAS, Mannco Services, Inc. desires to change its name to Manning & Banks, Inc. and to Amend its Articles of Incorporation to reflect such change;

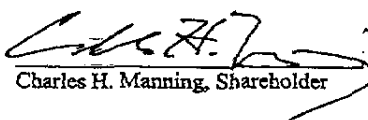
IT IS HEREBY:

RESOLVED, that the Articles of Incorporation shall be amended to change the name of Mannco Services, Inc. to Manning & Banks, Inc. and that all other portions of the Articles of Incorporation shall remain the same;

RESOLVED, that Charles H. Manning, in his capacity as President of Mannco Services, Inc., be, and hereby is, authorized to execute all appropriate amendments to the Articles of Incorporation of Mannco Services, Inc. to effect the corporate name change to Manning & Banks, Inc.

IN WITNESS WHEREOF, the undersigned hereby sets his hand as of March 31,

2006.


Charles H. Manning, Shareholder