

F1800000 2788

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

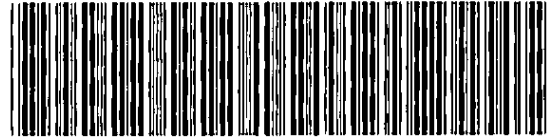
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



100340360941

03/11/20--01019--001 \*\*35.00

R WHITE  
MAR 06 2020

2020. 11 10:03



## LICENSING PROFESSIONALS

*Insurance Compliance Service*

P.O. Box 566, Lynden WA 98264

Toll Free: (888) 543-5432

Fax: (360) 933-1991

Email: [KNewgard@licensingpros.com](mailto:KNewgard@licensingpros.com)

### MEMO

**DATE:** February 4, 2020

**TO:** Florida Division of Corporations  
Amendment Section  
PO Box 6327  
Tallahassee, FL 32314

**FROM:** Katie Newgard / Licensing Professionals

**SUBJECT:** Application by Foreign Profit Corp. to File Amendment  
Leavitt Group Benefits Services, Inc. (F18000002788)

---

Hello,

Leavitt Group Benefits Services, Inc. has changed their legal name to "**GBS Nevada, Inc.**". Attached please find the following in order to process this change in your state:

1. Cover Letter
2. Application by Foreign Profit Corp. to File Amendment
3. List of Officers & Directors
4. NV Secretary of State Filing Receipt
5. A check in the amount of \$35.00 made payable to:

#### Florida Department of State

If you have any questions or require any additional information please feel free to contact me via phone (888)543-5432 or email [knewgard@licensingpros.com](mailto:knewgard@licensingpros.com).

Thank you!

**COVER LETTER**

**TO:** Amendment Section Division of Corporations

**SUBJECT:** LEAVITT GROUP BENEFITS SERVICES, INC.

\_\_\_\_\_  
Name of Corporation

**DOCUMENT NUMBER:** F18000002788

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Katie Newgard

\_\_\_\_\_  
Name of Contact Person

Licensing Professionals

\_\_\_\_\_  
Firm/Company

PO Box 566

\_\_\_\_\_  
Address

Lynden WA 98264

\_\_\_\_\_  
City/State and Zip Code

katie-bearnson@leavitt.com

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

For further information concerning this matter, please call:

Katie Newgard / Licensing Professionals

at ( 888 ) 543-5432

\_\_\_\_\_  
Name of Contact Person

\_\_\_\_\_  
Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy

☐ \$52.50 Filing Fee,  
Certificate of Status &  
Certified Copy

**Mailing Address:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**

Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

**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)**

F18000002788

(Document number of corporation (if known))

1. LEAVITT GROUP BENEFITS SERVICES, INC.

(Name of corporation as it appears on the records of the Department of State)

2. Nevada

(Incorporated under laws of)

3. Upon Filing

(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? 12/27/2019

5. GBS Nevada, 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)

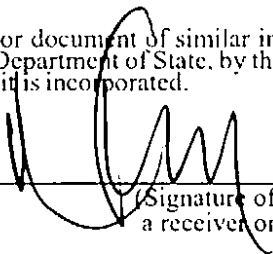
8. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

2019  
11  
FEB 19:37

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
D	ERIC OKERLAUND LEAVITT	216 S 200 W	<input type="checkbox"/> Add
		CEDAR CITY, UT 84720	<input checked="" type="checkbox"/> Remove
VP, D	David Johnson	7881 W CHARLESTON BLVD #140	<input type="checkbox"/> Add
		Las Vegas, NV 89117	<input checked="" type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

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)

Michael Foy

Vice President

(Typed or printed name of person signing)

(Title of person signing)

**FILING FEE \$35.00**

# SECRETARY OF STATE



## NEVADA STATE BUSINESS LICENSE

**GBS Nevada, Inc.**

**Nevada Business Identification # NV20061524092**

**Expiration Date: 03/31/2020**

In accordance with Title 7 of Nevada Revised Statutes, pursuant to proper application duly filed and payment of appropriate prescribed fees, the above named is hereby granted a Nevada State Business License for business activities conducted within the State of Nevada.

Valid until the expiration date listed unless suspended, revoked or cancelled in accordance with the provisions in Nevada Revised Statutes. License is not transferable and is not in lieu of any local business license, permit or registration.

**License must be cancelled on or before its expiration date if business activity ceases. Failure to do so will result in late fees or penalties which, by law, cannot be waived.**



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on 01/08/2020.

*Barbara K. Cegavske*

BARBARA K. CEGAVSKE  
Secretary of State

Certificate Number: B20200108496163

You may verify this certificate  
online at <http://www.nvsos.gov>

GBS Nevada, Inc.

**List of Officers/Directors as of 12-11-19**

<b>Position</b>	<b>Name</b>	<b>SS#</b>	<b>Address</b>	<b>DOB</b>
President	Scott Schneider	387-96-4123	W: 465 S. 400 E. Ste 300 Salt Lake City, UT 84111 H: 1591 E Pkwy Ave, Salt Lake City, UT 84106	8/2/1972
VP	Caylor J Dalley	529-61-3720	W: 216 S. 200 W., Cedar City, UT 84720 H: 2334 W Silvercrest Cir Cedar City, UT	9/9/1970
VP	Michael Foy	529-61-8083	W: 7881 W. Charleston Blvd, #140 Las Vegas, NV 89117 H: 12222 Tempestad, Las Vegas, NV 891385	12/30/1981
Secretary	Mark G. Kenney	529-02-2554	W: 216 S. 200 W., Cedar City, UT 84720 H: 306 S. 800 W. Cedar City, UT 84720	1/14/1958
Treasurer	Jake Hardman	529-97-9064	W: 216 S. 200 W Cedar City, UT 84720 H: 4705 Utah Trl, Enoch, UT 84721	2/22/1984

**Directors**

& Chair of board	Vance K Smith	529-57-4726	W: 216 S. 200 W., Cedar City, UT 84720 H: 676 S. Azalea Cir, Cedar City, UT 84720	6/24/1970
	Caylor J Dalley	529-61-3720	W: 216 S. 200 W., Cedar City, UT 84720 H: 2334 W Silvercrest Cir Cedar City, UT	9/9/1970
	Scott Schneider	387-96-4123	W: 465 S. 400 E Ste 300 Salt Lake City, UT 84111 H: 1591 E Pkwy Ave, Salt Lake City, UT 84106	8/2/1972

**Owners**

87.50%	GBS Benefits, Inc. A UT Corp 673.64 shares	87-0680571	465 S. 400 E. Suite 300, Salt Lake City, UT 84111
	Dixie Leavitt Agency Inc.		
12.50%	dba: Leavitt Insurance Agency 96.25 shares	88-0085613	7881 W. Charleston Blvd #140, LV NV 89117

**Shares:**

769.89 Total Outstanding  
 673.64 GBS number of share of the 769.89  
 96.25 LIA number of share of the 769.89



Filed in the Office of <i>Barbara K. Ciganke</i>	Business Number E0149992006-5
Secretary of State State Of Nevada	Filing Number 20100404652
	Filed On 12/27/2019 10:00:00 AM
	Number of Pages 3

### Profit Corporation:

**Certificate of Amendment** (PURSUANT TO NRS 78.380 & 78.385/78.390)  
**Certificate to Accompany Restated Articles or Amended and**  
**Restated Articles** (PURSUANT TO NRS 78.403)  
**Officer's Statement** (PURSUANT TO NRS 80.030)

TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT

<b>1. Entity information:</b>	Name of entity as on file with the Nevada Secretary of State: <u>Leavitt Group Benefits Services, Inc.</u> Entity or Nevada Business Identification Number (NVID): <u>NV20061524092</u>
<b>2. Restated or Amended and Restated Articles:</b> (Select one)  (If <u>amending and restating only</u> , complete section 1, 2, 3, 5 and 6)	<input type="checkbox"/> Certificate to Accompany Restated Articles or Amended and Restated Articles <input type="checkbox"/> Restated Articles - No amendments; articles are restated only and are signed by an officer of the corporation who has been authorized to execute the certificate by resolution of the board of directors adopted on: The certificate correctly sets forth the text of the articles or certificate as amended to the date of the certificate. <input type="checkbox"/> Amended and Restated Articles * Restated or Amended and Restated Articles must be included with this filing type.
<b>3. Type of Amendment Filing Being Completed:</b> (Select only one box)  (If amending, complete section 1, 3, 5 and 6.)	<input type="checkbox"/> Certificate of Amendment to Articles of Incorporation (Pursuant to NRS 78.380 - Before Issuance of Stock) The undersigned declare that they constitute at least two-thirds of the following: (Check only one box) <input type="checkbox"/> incorporators <input type="checkbox"/> board of directors The undersigned affirmatively declare that to the date of this certificate, no stock of the corporation has been issued <input checked="" type="checkbox"/> Certificate of Amendment to Articles of Incorporation (Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock) The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation* have voted in favor of the amendment is: <u>769.89-0</u>
	<input type="checkbox"/> Officer's Statement (foreign qualified entities only) - Name in home state, if using a modified name in Nevada: _____ Jurisdiction of formation: _____ Changes to takes the following effect: <input type="checkbox"/> The entity name has been amended. <input type="checkbox"/> Dissolution <input type="checkbox"/> The purpose of the entity has been amended. <input type="checkbox"/> Merger <input type="checkbox"/> The authorized shares have been amended. <input type="checkbox"/> Conversion Other: (specify changes) _____  * Officer's Statement must be submitted with either a certified copy of or a certificate evidencing the filing of any document, amendatory or otherwise, relating to the original articles in the place of the corporations creation.





BARBARA K. CEGAVSKE  
Secretary of State  
202 North Carson Street  
Carson City, Nevada 89701-4201  
(775) 684-5708  
Website: [www.nvsos.gov](http://www.nvsos.gov)

### Profit Corporation:

## Certificate of Amendment (PURSUANT TO NRS 78.380 & 78.385/78.380) Certificate to Accompany Restated Articles or Amended and Restated Articles (PURSUANT TO NRS 78.403) Officer's Statement (PURSUANT TO NRS 80.030)

4. Effective Date and  
Time: (Optional)

Date:

Time:

(must not be later than 90 days after the certificate is filed)

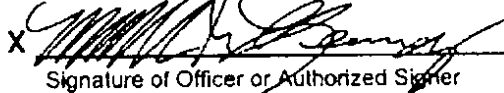
5. Information Being  
Changed: (Domestic  
corporations only)

Changes to takes the following effect:

- ☒ The entity name has been amended.
  - ☐ The registered agent has been changed. (attach Certificate of Acceptance from new registered agent)
  - ☐ The purpose of the entity has been amended.
  - ☐ The authorized shares have been amended.
  - ☐ The directors, managers or general partners have been amended.
  - ☐ IRS tax language has been added.
  - ☐ Articles have been added.
  - ☐ Articles have been deleted.
  - ☐ Other.
- The articles have been amended as follows: (provide article numbers, if available)

(attach additional page(s) if necessary)

6. Signature:  
(Required)

X   
Signature of Officer or Authorized Signer

Secretary

Title

X \_\_\_\_\_  
Signature of Officer or Authorized Signer

Title

\*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless to limitations or restrictions on the voting power thereof.

Please include any required or optional information in space below:  
(attach additional page(s) if necessary)

See attached

## **Articles of Amendment to the Articles of Incorporation of Leavitt Group Benefits Services, Inc.**

Pursuant to N.R.S. §78.390, the Shareholders of the above corporation, at the recommendation of its Board of Directors, have adopted the following Articles of Amendment:

1. The Name of the Corporation is: Leavitt Group Benefits Services, Inc.
2. The text of the amendment adopted is as follows:

### **Amendment Number 1:**

ARTICLE I of the original Articles of Incorporation filed and accepted by the Nevada Secretary of State on March 2, 2006, is hereby amended and shall hereafter read in its entirety as follows:


The name of this corporation is GBS Nevada, Inc.

3. The amendment does not provide for an exchange, reclassification or cancellation of issued shares.
4. The above amendments were adopted October 11, 2019.
5. The amendments were adopted by shareholder action.
- 6a. There were 769.89 authorized and outstanding shares of common stock entitled to vote at the time the amendments were adopted. The holders of all 769.89 shares were indisputably represented at the shareholder's meeting where the vote was taken. Common stock is the only class of stock authorized.
- 6b. There were 769.89 votes for the proposed amendments and zero (0) votes against the proposed amendment.

IN WITNESS WHEREOF, the Corporation's President executes this document on the date set forth below.

**Leavitt Group Benefits Services, Inc.  
a Nevada Corporation soon to be known as  
GBS Nevada, Inc.**

BY:

  
Scott Schneider, President

DATE: 10/18/19