

F21 CCCCC3633

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

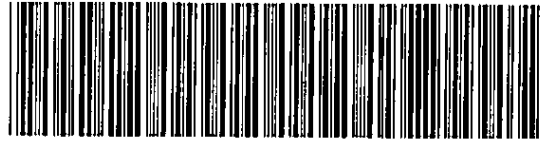
Special Instructions to Filing Officer:

OK to file
per
Diane Cuthbert

of 5/9/2023

Office Use Only

641-524-



200398939932

12/19/22--01025--005 **35.00

FILED
2023 MAR -9 PM 1:05
F-15330

of 3/15/2023

COVER LETTER

TO: Amendment Section Division of Corporations

SUBJECT: Company Name Change

Name of Corporation

DOCUMENT NUMBER: F21000003633

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Douglas S. King

Name of Contact Person

Gardner Advisors, Inc.

Firm/Company

12510 World Plaza Ln, Ste 1

Address

Fort Myers, FL 33908

City/State and Zip Code

dsking@oakwoodca.com

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

For further information concerning this matter, please call:

Douglas S. King

Name of Contact Person

at (239) 350-0245

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.)

2023 MAR -9 PM 1:05

SECTION I
(1-3 MUST BE COMPLETED)

F21000003633

(Document number of corporation (if known))

1. Gardner Advisors, Inc.

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

2. ~~Florida~~

Minnesota

3. 06/28/2021

(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? 06/01/2022

5. Oakwood Capital, Inc. (If I cannot use this name, use "Oakwood Capital of MN, 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 amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent

(Florida street address)

New Registered Office Address:

(City)

, Florida

(Zip Code)

New Registered Agent's Signature, If changing Registered Agent:

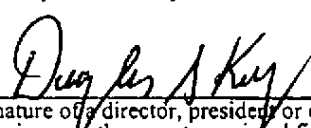
I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
VP	King, Jason T.	600 Highway 169 S, Ste 1410, Minneapolis, MN 55426	<input checked="" type="checkbox"/> Add
		12510 World Plaza Ln, Ste 1, Fort Myers, FL 33907	<input checked="" type="checkbox"/> Remove
VP	King, Brandon D.	600 Highway 169 S, Ste 1410, Minneapolis, MN 55426	<input checked="" type="checkbox"/> Add
		8421 Wayzata Blvd, Ste 350, Minneapolis, MN 55426	<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

10. 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)

DOUGLAS S. KING
(Typed or printed name of person signing)

PRESIDENT & CEO
(Title of person signing)

Office of the Minnesota Secretary of State

Minnesota Business & Nonprofit Corporations

Amendment to Articles of Incorporation

Minnesota Statutes, Chapter 302A or 317A



Read the instructions before completing this form.

Filing Fee: \$55 for expedited service in-person and online filings, \$35 for mail

Note: Information provided when filing a business entity is public data and may be viewable online. This includes but is not limited to all individual names and addresses.

1. Corporate Name: (Required)

Gardner Advisors, Inc.

List the name of the company prior to any desired name change

2. This amendment is effective on the day it is filed with the Secretary of State, unless you indicate another date, no later than 30 days after filing with the Secretary of State.

06/01/2022

Format: (mm/dd/yyyy)

3. The following amendment(s) to articles regulating the above corporation were adopted: (Insert full text of newly amended article(s) indicating which article(s) is (are) being amended or added.) If the full text of the amendment will not fit in the space provided, attach additional pages.

ARTICLE

1

See attached corporate resolution changing the name of Gardner Advisors, Inc. to Oakwood Capital, Inc.

4. This amendment has been approved pursuant to Minnesota Statutes, Chapter 302A or 317A.

5. I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

Douglas S. King

Signature of Authorized Person or Authorized Agent

05/12/2022

Date

Email Address for Official Notices

Enter an email address to which the Secretary of State can forward official notices required by law and other notices:

dsking@gardnerfinancialmn.com

☒ Check here to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

List a name and daytime phone number of a person who can be contacted about this form:

Douglas S. King

(952) 956-6101

Contact Name

Phone Number

Entities that own, lease, or have any financial interest in agricultural land or land capable of being farmed must register with the MN Dept. of Agriculture's Corporate Farm Program.

Does this entity own, lease, or have any financial interest in agricultural land or land capable of being farmed?

Yes ☒ No ☒

Print

Reset



**Gardner Advisors, Inc.
Corporate Resolution Adopted in Writing By
The Board of Directors**

The undersigned, being the Directors of Gardner Advisors, Inc. (the "Company"), hereby consents and adopts the following corporate resolution in writing.

WHEREAS the Company is a corporation organized and operating under the laws of the state of Minnesota, and;

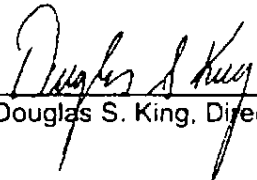
WHEREAS at a special meeting of the board of directors of Gardner Advisors, Inc. held virtually and at the Company headquarters located at 600 Highway 169 S, Suite 1410, St. Louis Park, Minnesota 55426 on May 2, 2022, at 10:00 a.m. CST, the board of directors recommended to amend Article I of its Articles of Incorporation to change its company name from "Gardner Advisors, Inc." to "Oakwood Capital, Inc.", subject to the approval of the Office of the Minnesota Secretary of State and the Securities Exchange Commission; and;

WHEREAS, the Directors have determined that it is in the Company's best interest to approve and authorize the name change of the Company;

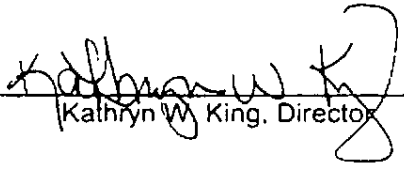
NOW, THEREFORE, BE IT RESOLVED, that the Directors hereby approve and authorize the proposed recommendation to amend Article I of its Articles of Incorporation to change its company name from "Gardner Advisors, Inc." to "Oakwood Capital, Inc.", subject to the approval of the Office of the Minnesota Secretary of State and the Securities Exchange Commission; and;

FURTHER BE IT RESOLVED that Mr. Douglas S. King, President of the Company is hereby authorized to make necessary application for obtaining approval to the change of name accordingly with Office of the Minnesota Secretary of State and the Securities Exchange Commission, and to do all such acts and things as may be deemed necessary in this regard.

FURTHER BE IT RESOLVED that all the acts taken above, the prior acts of the Corporation's Board of Directors, and this resolution in writing are approved, ratified, and adopted.



Douglas S. King, Director



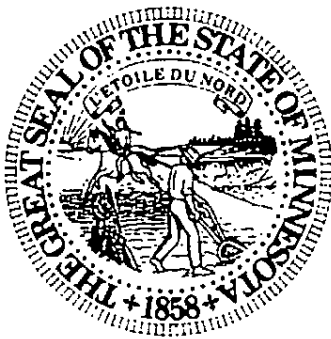
Kathryn W. King, Director

**Office of the Minnesota Secretary of State
Certificate of Good Standing**

I, Steve Simon, Secretary of State of Minnesota, do certify that: The business entity listed below was filed pursuant to the Minnesota Chapter listed below with the Office of the Secretary of State on the date listed below and that this business entity is registered to do business and is in good standing at the time this certificate is issued.

Name:	Oakwood Capital, Inc.
Date Filed:	04/28/1983
File Number:	41-1026
Minnesota Statutes, Chapter:	302A
Home Jurisdiction:	Minnesota

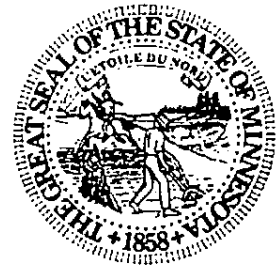
This certificate has been issued on: 11/27/2022



A handwritten signature in black ink that reads "Steve Simon".

Steve Simon
Secretary of State
State of Minnesota

Office of the Minnesota Secretary of State
Minnesota Business Corporation/Annual Renewal
Minnesota Statutes, Section 5.34



Annual Renewal Year: 2022

Annual Renewal Filing Date: 11/26/2022

Corporation Name: Oakwood Capital, Inc.

Original Filing Number: 41-1026

Home Jurisdiction: Minnesota

Filing Party Information:

Party Type:	Name:	Address:
Chief Executive Officer	Douglas S. King	600 Highway 169 South Suite 1410 Minneapolis MN 55426
Principal Executive Office Address		600 Highway 169 South Suite 1410 Minneapolis MN 55426
Registered Agent	Brandon D. King	
Registered Agent	Jason D. King	
Registered Office Address		600 Highway 169 S, Ste 1410 Minneapolis MN 55426



Work Item 1351377900021
Original File Number 4I-1026

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
11/26/2022 11:59 PM

A handwritten signature in black ink that reads "Steve Simon".

Steve Simon
Secretary of State