

F36079

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

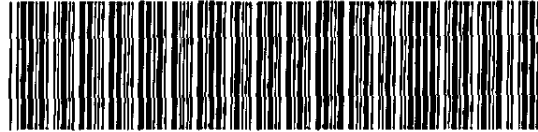
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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05/24/05 10:01:53 AM

Amend

RECEIVED
05 MAY 23 PM 3:20
DIVISION OF CORPORATION

FILED
05 MAY 23 PM 4:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DR
5/23/05

Noreen Fenner

Requester's Name

200 W. College, Ste 311B

Address

TLH, FL 32301

212-0226

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Hanson, Walter & Assoc. Inc F36079
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- Walk in
- Mail out
- Pick up time _____
- Will wait
- Photocopy
- Certified Copy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

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Examiner's Initials

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
HANSON, WALTER & ASSOCIATES, INC.**

FILED

05 MAY 23 PM 4:53

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Pursuant to the authority of §607.1003 and §607.1006 of the Florida Business Corporation Act, the undersigned corporation, **HANSON, WALTER & ASSOCIATES, INC.** (the "Corporation"), hereby adopts and files the following Articles of Amendment to its currently existing Articles of Incorporation:

- (1) **ARTICLE FIRST:** The name of the Corporation is "Hanson, Walter & Associates, Inc."
- (2) **ARTICLE SECOND:** Article IV of the Articles of Incorporation of the Corporation is hereby deleted in its entirety, and it hereby replaced and superseded by the following replacement Article IV:

ARTICLE IV – CAPITAL STOCK

The maximum number of shares of capital stock which the corporation is authorized to have outstanding is Ten Thousand (10,000) shares, each of which shall be a voting common share with a par value of ten cents (\$0.10) per share. Immediately upon the filing of these Articles of Amendment to Articles of Incorporation with the Department of State of Florida, each currently issued and outstanding common share of the corporation shall be automatically, and without further action of the corporation or any shareholder thereof, split (*i.e.*, divided) on a four (4) for one (1) basis, and thus each common share currently issued and outstanding shall be automatically converted into four (4) common shares.

- (3) **ARTICLE THIRD:** Article V of the existing Articles of Incorporation of the Corporation, entitled "Pre-emptive Rights," is hereby deleted in its entirety, it being the specific intention of the Corporation that no shareholder of the Corporation shall be entitled to preemptive rights of any kind. However, the numbers of current Articles VI through X, inclusive, of the Articles of Incorporation of the Corporation, shall not be changed, it being the intention of the corporation that, hereafter, Article V be an unused article.
- (4) **ARTICLE FOURTH:** Article IX of the existing Articles of Incorporation of the Corporation, entitled "By-Laws," is hereby deleted in its entirety, and is hereby replaced and superseded by the following new Article IX:

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend, or repeal By-Laws for the corporation shall be vested solely in the shareholders of the corporation.

(5) ARTICLE FIFTH: The foregoing amendments to the Articles of Incorporation of the Corporation were adopted by the unanimous written consent of the sole director and all of the shareholders of the Corporation as of and effective the 18th day of May, 2005. The number of shareholder votes cast for the foregoing amendment by such shareholders of the Corporation was sufficient for approval of such amendment.

IN WITNESS WHEREOF, these Articles of Amendment have been executed by the undersigned as of the 18th day of May, 2005.

HANSON, WALTER & ASSOCIATES, INC.

By: 

LARRY W. WALTER, President