

F9800002259

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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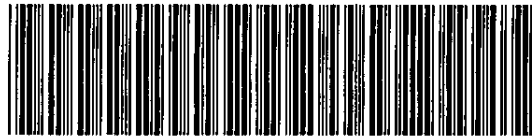
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** National Holdings Corporation  
(Name of Corporation)

**DOCUMENT NUMBER:** F98000002259

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Robert H. Daskal  
(Name of Contact Person)

National Holdings Corporation  
(Firm/Company)

875 North Michigan Avenue, Suite 1560  
(Address)

Chicago, IL 60611  
(City/State and Zip Code)

For further information concerning this matter, please call:

Robert H. Daskal at ( 312 ) 867-3413  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &  
Certificate of Status



\$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)



\$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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 26, 2007

ROBERT H. DASKAL  
NATIONAL HOLDINGS CORPORATION  
875 NORTH MICHIGAN AVENUE, SUITE 1560  
CHICAGO, IL 60611

SUBJECT: OLYMPIC CASCADE FINANCIAL CORPORATION  
Ref. Number: F98000002259

We have received your document for OLYMPIC CASCADE FINANCIAL CORPORATION and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

The document number of the name conflict is P04000007138.

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) 245-6908.

Sylvia Gilbert  
Document Specialist

Letter Number: 107A00006353

RECEIVED  
JAN 27 2007  
DIVISION OF CORPORATIONS

**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)**

F98000002259

(Document number of corporation (if known))

**FILED**  
07 FEB 13 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Olympic Cascade Financial Corporation

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

2. Delaware

(Incorporated under laws of)

3. September 27, 1996

(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? March 15, 2006

5. NHLD Holdings Corporation

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

NHLD HOLDINGS 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)

Robert H. Daskal  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Robert H. Daskal

(Typed or printed name of person signing)

Chief Financial Officer

(Title of person signing)

# Delaware

PAGE 1

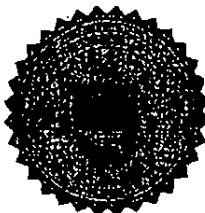
*The First State*

I, HARRIET SMITH WINDSOR, 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 "OLYMPIC CASCADE FINANCIAL CORPORATION", CHANGING ITS NAME FROM "OLYMPIC CASCADE FINANCIAL CORPORATION" TO "NATIONAL HOLDINGS CORPORATION", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF MARCH, A.D. 2006, AT 2:03 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2667877 8100

060250369



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4594984

DATE: 03-15-06

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 02:03 PM 03/15/2006  
FILED 02:03 PM 03/15/2006  
SRV 060250369 - 2667877 FILE

**CERTIFICATE OF AMENDMENT**

**TO THE**

**CERTIFICATE OF INCORPORATION**

**OF**

**OLYMPIC CASCADE FINANCIAL CORPORATION**

Pursuant to Section 242 of the General Corporation Law of the State of Delaware, Olympic Cascade Financial Corporation, a corporation organized under and existing by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

1. The certificate of incorporation of said corporation is hereby amended by striking out the FIRST paragraph thereof and by substituting in lieu of said paragraph the following paragraph:

"FIRST: The name of the corporation (hereinafter called the "Corporation") is National Holdings Corporation."

2. The foregoing amendment was effected pursuant to a resolution of the Board of Directors of said corporation.

3. The foregoing amendment was approved by a majority vote of stockholders of said corporation at a duly called and held meeting of stockholders on March 15, 2006.

Dated: March 15, 2006

/s/ Mark Goldwasser  
Mark Goldwasser  
President and Chief Executive Officer