

F98000004848

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

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MAIL

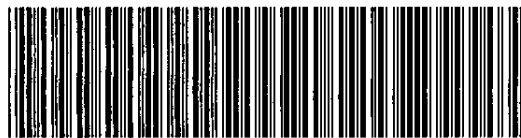
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only



200214727642

name change
Amend 43,15

12/01/11--01021--015 ~~23-11~~

FILED
2011-DEC-1 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR
12/5/11

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: The Gemesis Corporation
Name of Corporation

DOCUMENT NUMBER: F98000004848

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Bernard A. Wagner
Name of Contact Person

Gemesis Diamond Company
Firm/Company

10530 Portal Crossing #103
Address

Lakewood Ranch, FL 34211
City/State and Zip Code

bwagner@gemesis.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Bernard A. Wagner at (941) 840-6003
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

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)

F98000004848

(Document number of corporation (if known))

1. The Gemesis Corporation
(Name of corporation as it appears on the records of the Department of State)

2. Delaware
(Incorporated under laws of)

3. 08/26/1998
(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? November 12, 2010

5. Gemesis Diamond Company
(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)

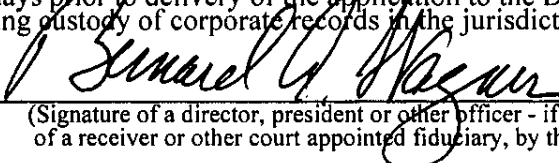
6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. 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)

Bernard A. Wagner
(Typed or printed name of person signing)

CFO
(Title of person signing)

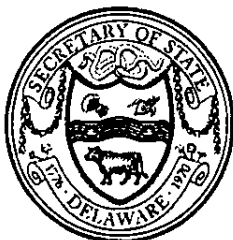
FILED
2011 DEC -1 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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 "THE GEMESIS CORPORATION", CHANGING ITS NAME FROM "THE GEMESIS CORPORATION" TO "GEMESIS DIAMOND COMPANY", FILED IN THIS OFFICE ON THE TWELFTH DAY OF NOVEMBER, A.D. 2010, AT 12:39 O'CLOCK P.M.



2672225 8100

111230640

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9182723

DATE: 11-28-11

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:39 PM 11/12/2010
FILED 12:39 PM 11/12/2010
SRV 101082134 - 2672225 FILE

**SECOND CERTIFICATE OF AMENDMENT
TO THE
THIRD AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
THE GEMESIS CORPORATION**

Pursuant to Section 242 of the General Corporation Law of the State of Delaware (the "*General Corporation Law*"), the undersigned Chief Executive Officer of The Gemesis Corporation, a corporation organized and existing under and by virtue of the Delaware General Corporation Law (the "*Corporation*"), for purposes of amending the Third Amended and Restated Certificate of Incorporation of the Corporation, does hereby certify:

I.


The Third Amended and Restated Certificate of Incorporation of the Corporation is hereby amended by deleting Article FIRST thereof and by substituting in lieu of said Article FIRST the following new Article FIRST:

"FIRST: The name of this corporation is Gemesis Diamond Company, (the "*Corporation*")"

The Board of Directors of the Corporation has approved said amendment and recommended that the stockholders of the Corporation approve said amendment, and the stockholders have approved said amendment by written consent in accordance with the provisions of Section 228 of the General Corporation Law.

IN WITNESS WHEREOF, the undersigned, being the duly elected Secretary of the Corporation, has caused this Second Certificate of Amendment to the Third Amended and Restated Certificate of Incorporation to be signed this 29th day of October, 2010.

THE GEMESIS CORPORATION

By: 
Name: Bernard A. Wagner
Title: Secretary and Chief Financial Officer