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CORPDIRECT AGENTS, INC. (formerly CCRS) 103 N. MERIDIAN STREET, LOWER LEVEL TALLAHASSEE, FL 32301 222-1173

KATIE WONSCH

FILING COVER SHEET ACCT. #FCA-14

**CONTACT:** 

Examiner's Initials

SE ASE DATE: 2/4/05 **REF. #:** 0626.34499 CORP. NAME: EDR THARPE, LLC ( ) ARTICLES OF INCORPORATION (XX) ARTICLES OF AMENDMENT ( ) ARTICLES OF DISSOLUTION ( ) ANNUAL REPORT ( ) FICTITIOUS NAME ( ) TRADEMARK/SERVICE MARK ( ) FOREIGN QUALIFICATION ( ) LIMITED PARTNERSHIP ( ) LIMITED LIABILITY ( ) MERGER ( ) WITHDRAWAL ( ) REINSTATEMENT ( ) CERTIFICATE OF CANCELLATION ( ) OTHER: STATE FEES PREPAID WITH CHECK# 51517 FOR \$ 85.00 AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED: COST LIMIT: \$\_\_\_\_ PLEASE RETURN: (XX) CERTIFIED COPY (2) ( ) CERTIFICATE OF GOOD STANDING ( ) PLAIN STAMPED COPY ( ) CERTIFICATE OF STATUS

FILE SECON

#### APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

#### SECTION I (1-3 must be completed)

· APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO			
	FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO		
	TRANSACT BUSINESS IN FLORIDA		
	The things of the second of th		
	SECTION I (1-3 must be completed)		
1.	SECTION I (1-3 must be completed)  Name of limited liability company as it appears on the records of the Florida Department of State:		
	JC - Tharpe, LLC		
2.	Jurisdiction of its organization: Delaware		
3.	Date authorized to do business in Florida: 06/04/04		
	SECTION II (4-7 complete only the applicable changes)		
4.	If the amendment changes the name of the limited liability company, when was the		
	change effected under the laws of its jurisdiction of organization?01/31/05		
5.	New name of the limited liability company:		
	EDR Tharpe, LLC		
6.	. If the amendment changes the period of duration, indicate new period of duration:		
7.	. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:		
8.	If the amendment corrects any false statement, indicate the statement being corrected and the correction:		
9.	Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.		
	Signature of a member or the authorized representative of a member		

Paul O. Bower, Authorized Representative

Typed or printed name of signee

Filing Fee: \$25.00

#### EDR Tharpe Limited Partnership 530 Oak Court Drive, Suite 300 Memphis, Tennessee 38117

#### CONSENT TO USE OF ENTITY NAME

January <u>3/</u>, 2005

Florida Secretary of State Registration Section Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

Ladies and Gentlemen:

The undersigned does hereby give consent to your office to allow the use of the name and subsequent filing of the Application by Foreign Limited Liability Company to File an Amendment to Application for Authorization for the following company:

#### EDR Tharpe, LLC

This is to advise your office that the undersigned limited partnership has no objection to the above name being used by a limited liability company under Florida Law in the State of Florida.

Sincerely yours,

EDR THARPE LIMITED PARTNERSHIP, a Delaware limited partnership

By: EDR Tharpe, LLC, a Delaware limited liability company, its general partner

> By: EDR Tharpe, Inc., a Delaware corporation, its managing member

By: Paul O. Bower, President

## Delaware

PAGE 1

### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "JC - THARPE LLC", FILED A RESTATED CERTIFICATE, CHANGING ITS NAME TO "EDR THARPE, LLC", THE THIRTY-FIRST DAY OF JANUARY, A.D. 2005, AT 7:04 O'CLOCK P.M.



Warriet Smith Windson Secretary of State

AUTHENTICATION: 3657490

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DATE: 02-02-05