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(Requestor's Name)

DURFEE & PHELPS, PLLC
LAW OFFICES
1423 S. HIGLEY RD. SUITE 127
MESA, ARIZONA 85206

(City/State/Zip/Phone #)

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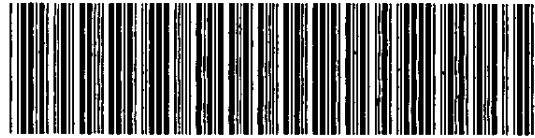
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
08 SEP 22 PM 2:54

Amended + N/C
Sg 9/23



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 25, 2008

DURFEE & PHELPS, PLLC
1423 S. HIGLEY RD. SUITE 127
MESA, AZ 85206

SUBJECT: WASHUTA MANAGEMENT COMPANY, INC.
Ref. Number: P02000078031

RECEIVED
2008 SEP 22 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for WASHUTA MANAGEMENT COMPANY, INC. 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 MO4000000855, GENERATIONS MANAGEMENT LLC.

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) 245-6901.

Susan Payne
Senior Section Administrator

Letter Number: 708A00047307

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXHIBIT A

08 SEP 22 PM 2:54

CERTIFICATE OF RESOLUTION
AMENDMENT OF ARTICLES OF INCORPORATION

CORPORATION: WASHUTA MANAGEMENT COMPANY, INC.

MEETING: Shareholders and Directors Meeting held on

The undersigned, being all the directors and shareholders of this corporation, hereby certify that the following is a true and correct copy of a resolution adopted by consent for this corporation as of the Effective Date under the statutes of the State of Florida and under this corporation's By-Laws allowing directors and shareholders to take action by consent. The resolution is in full force and effect and has not been revoked:

■ ■ ■

The undersigned certify that the following is a true and correct copy of a resolution adopted at the above-described meeting of this corporation and that the resolution is in full force and effect and has not been revoked:

■ ■ ■

WHEREAS, the shareholders and directors have reviewed a proposed Amendment to the Articles of Incorporation, which authorizes a change in the name of the corporation. Now, therefore, it is

RESOLVED: The shareholders and directors hereby approve and adopt the Amendment to the Articles of Incorporation as presented to change the name of the corporation from WASHUTA MANAGEMENT COMPANY, INC. to GENERATIONS ASSET MANAGEMENT COMPANY and direct that the president and secretary execute the Amendment on behalf of the corporation, that the attorney process the Amendment for filing with the Florida Department of State, Division of Corporations, and for publication, if required, in accordance with Florida law, and that the secret ary set forth a copy of the Amendment in the corporate minute book; and

■ ■ ■


WHEREAS, the shareholders and directors have reviewed a proposed Amendment to the Articles of Incorporation, which authorizes a change in the authorized capital. Now, therefore, it is


RESOLVED: The shareholders and directors hereby approve and adopt the Amendment to the Articles of Incorporation as presented to change the authorized capital of the corporation to 100,000 shares of voting common stock and 900,000 shares of non-voting common stock and direct that the president and secretary execute that Amendment on behalf of the corporation, that the attorney process the Amendment for filing with the Florida Department of State, Division of Corporations, and for publication, if required, in accordance with Florida law, and that the secretary set forth a copy of the Amendment in the corporate minute book; and it is


FURTHER RESOLVED: The officers of the corporation are directed, authorized, and empowered to prepare and execute new stock certificates to the shareholder to reflect the re-issuance of the outstanding shares and to release those new certificates upon receipt of the existing certificates for outstanding shares, properly endorsed.

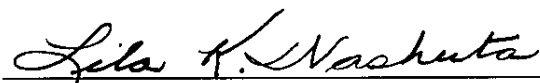
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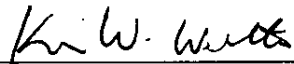
IN WITNESS WHEREOF, the undersigned, being all the shareholders and directors, execute this document to be effective as of the date of the above-entitled meeting.


WILLIAM J. WASHUTA, Chairman of the Board, Vice President, and Treasurer


LILA K. WASHUTA, Director, President and Secretary


WILLIAM J. WASHUTA, as Trustee of the Palm Trust, dated May 1, 2008, Shareholder


LILA K. WASHUTA, as Trustee of the Sycamore Trust, dated May 1, 2008, Shareholder


KEVIN W. WASHUTA, Managing Trustee of the Palm Court Trust, dated May 1, 2008, Shareholder


KEVIN W. WASHUTA, Director


LAURIE W. POWERS, Director


CAROLE W. CARAKER, Director

The date of each amendment(s) adoption: May 1, 2008

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature



(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

WILLIAM J. WASHUTA

(Typed or printed name of person signing)

Vice President

(Title of person signing)

FILING FEE: \$35