P0200009919 8

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TALLAHASSEE, FLORIDA

FEB 1 2012

C. MUSTAIN

COVER LETTER

TO: Amendment Section
    Division of Corporations

NAME OF CORPORATION: **MELROSE HOLDING CORP.**

DOCUMENT NUMBER: **P02000099198**

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Craig I. Kelley

Name of Contact Person

Kelley & Fulton, P.L.

Firm/ Company

1665 Palm Beach Lakes Boulevard, Suite 1000

Address

West Palm Beach, FL 33401

City/ State and Zip Code

craig@kelleylawoffice.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Craig I. Kelley　　　　　　　　at (**561**) **491-1200**

Name of Contact Person　　　　　　Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

■ $35 Filing Fee　　☐$43.75 Filing Fee &　☐$43.75 Filing Fee &　☐$52.50 Filing Fee
　　　　　　　　　　Certificate of Status　Certified Copy　　　Certificate of Status
　　　　　　　　　　　　　　　　　　　(Additional copy is　Certified Copy
　　　　　　　　　　enclosed)　　　　　(Additional Copy
　　　　　　　　　　　　　　　　　　　　　　　　　　is enclosed)

Mailing Address	**Street Address**
Amendment Section	Amendment Section
Division of Corporations	Division of Corporations
P.O. Box 6327	Clifton Building
Tallahassee, FL 32314	2661 Executive Center Circle
	Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

MELROSE HOLDING CORP.

(Name of Corporation as currently filed with the Florida Dept. of State)

P020000099198

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

_____*The new* *name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or Co.," or the designation "Corp," "Inc," or "Co". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."*

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:
   (Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent Craig I. Kelley

1665 Palm Beach Lakes Boulevard, Suite 1000
(Florida street address)
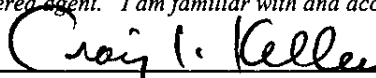
New Registered Office Address: West Palm Beach , Florida 33401
(City) *(Zip Code)*

New Registered Agent's Signature, if changing Registered Agent:
I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

_____
Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:
P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:
X Change   PT   John Doe

X Remove   V   Mike Jones

X Add   SV   Sally Smith

Type of Action (Check One)	Title	Name	Address
1) X Change / Add / Remove	P.D.	L. Scott Russell	1665 Palm Beach Lakes Blvd. Suite 1000 West Palm Beach, FL 33401
2) Change / Add / Remove			
3) Change / Add / Remove			
4) Change / Add / Remove			
5) Change / Add / Remove			
6) Change / Add / Remove			

E. If amending or adding additional Articles, enter change(s) here:
   (attach additional sheets, if necessary).   (Be specific)

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F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:
   (if not applicable, indicate N/A)

_____

_____

_____

_____

_____

_____

_____

_____

The date of each amendment(s) adoption: **January 10, 2012**

Effective date **if applicable**: **January 10, 2012**

(no more than 90 days after amendment file date)

Adoption of Amendment(s)   **(CHECK ONE)**

☑ The amendment(s) was/were adopted 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.

Dated _____January 12, 2012_____

Signature _____L. Scott Russell_____

(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)

_____L. Scott Russell_____

(Typed or printed name of person signing)

_____President_____

(Title of person signing)