

P03000148888

Florida Department of State
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To: Division of Corporations
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From: Account Name : CORPORATION SERVICE COMPANY
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
PLANSOURCE HOLDINGS, INC.**

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: PLANSOURCE HOLDINGS, INC.
(Name of Corporation)

DOCUMENT NUMBER: P03000148888

The enclosed Articles of Correction and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Bradford D. West

(Name of Contact Person)

West PLC

(Firm/Company)

174 W. Comstock Ave., Suite 108

(Address)

Winter Park, FL 32789

(City/State and Zip Code)

For further information concerning this matter, please call:

Bradford D. West

(Name of Contact Person)

at (407)

579-5459

(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

☐ \$52.50 Filing Fee, Certificate of Status & Certified Copy

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

ARTICLES OF CORRECTION

for

PLANSOURCE HOLDINGS, INC.

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

P03000148888

Document Number (if known)

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Pursuant to the provisions of Section 607.0124 or 617.0124, Florida Statutes, this corporation files these Articles of Correction within 30 days of the file date of the document being corrected.

These articles of correction correct ARTICLES OF MERGER

(Document Type Being Corrected)

filed with the Department of State on November 23, 2011


(File Date of Document)

Specify the inaccuracy, incorrect statement, or defect:

The Plan of Merger attached to the Articles of Merger incorrectly stated the number of shares of Series A Preferred Stock of PSDEL into which each share of Super Senior Preferred Stock of PSFLA is to be converted.

Correct the inaccuracy, incorrect statement, or defect:

The incorrect statement is corrected in Exhibit A attached to these Articles of Correction.


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

Dayne Williams

(Typed or printed name of person signing)

Chief Executive Officer

(Title of person signing)

Filing Fee: \$35.00

EXHIBIT A
TO
ARTICLES OF CORRECTION

The correct number of shares of Series A Preferred Stock of PSDEL into which each share of Super Senior Preferred Stock of PSFLA is to be converted, is one thousand (1,000) shares. Accordingly, paragraph (a) of Section 4.1 of the Plan of Merger attached to the Articles of Merger is corrected and restated to reflect such correction, as follows:

(a) each share of Super Senior Preferred Stock of PSFLA, par value \$1,000.00 per share, that is issued and outstanding immediately prior thereto (other than "Appraisal Shares" as defined in Section 4.2 below, if any), shall by virtue of the Merger and without any action by the Constituent Corporations, the holder of such shares or any other person, be converted into one thousand (1,000) fully paid and nonassessable share of the Series A Preferred Stock of PSDEL, \$0.001 par value per share (with the resulting total number of shares held by any record holder, if not a whole number, rounded up to the next whole share); and all shares of Super Senior Preferred Stock of PSFLA (including Appraisal Shares, if any) shall no longer be outstanding and shall automatically be cancelled and shall cease to exist, and each certificate that previously represented shares of Super Senior Preferred Stock of PSFLA shall thereafter represent the shares of the Series A Preferred Stock of PSDEL into which they were converted;