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FLORIDA DEPARTMENT OF STATE Division of Corporations

May 25, 2012

Matt Gehman Offspring Companies, Inc. 2002 Castell Blvd. Mount Dora, FL 32757

SUBJECT: OFFSPRING COMPANIES, INC.

Ref. Number: P12000018929

We have received your document for OFFSPRING COMPANIES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Articles of Correction must be filed within 30 days of the file date of the document that is being corrected. As the time period for filing Articles of Correction has expired, an amendment to the articles of incorporation could be filed at this time.

We are enclosing the proper form(s) with instructions for your convenience.

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) 245-6050.

Annette Ramsey Regulatory Specialist II

Letter Number: 112A00015247



COVER LETTER

HAME OF CORPORATION: OSSSPRING COMPANIES I FINC. OCUMENT NUMBER: P 1200018929 the enclosed Articles of Amendment and fee are submitted for filing.
lease return all correspondence concerning this matter to the following:
Name of Contact Person
Firm/ Company Costili Bld
Mt Dea Ft 32757
E-mail address: (to be used for future annual report notification)
or further information concerning this matter, please call:
Mat Colinson at 352 5166134
Name of Contact Person Area Code & Daytime Telephone Number Inclosed is a check for the following amount made payable to the Florida Department of State:
\$35 Filing Fee Certificate of Status Certificate of Status Certificate of Status Certificate of Status (Additional copy is enclosed) Certificate of Status

Mailing Address

TO: Amendment Section

Division of Corporations

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 Amendment Articles of Incorporation 2012 JUN -5 PM 12: 51 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: 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) 202 Castelli 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 New Registered Office Address: Florida 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	<u>PT</u> <u>Joh</u>	<u>ın Doe</u>			
X Remove	<u>V Mi</u>	ke Jones			
X Add	, <u>SV</u> <u>Sal</u>	lly Smith			
Type of Action (Check One)	<u>Title</u>	Name		<u>Addres</u> s	
1) Change Add Remove	President	Shella	, K Cehman	WH Dang	stelli Blu
2) Change Add Remove			<u> </u>		3751
3) Change Add Remove					
4) Change Add Remove	<u></u>				
5) Change Add Remove					
6) Change Add Remove					

	amending or adding additional Artice attach additional sheets, if necessary).	(Be specific)
_		
	f an amendment provides for an excha	ange, reclassification, or cancellation of issued shares,
•	provisions for implementing the amen (if not applicable, indicate N/A)	ndment if not contained in the amendment itself:

Effective date <u>if applicable</u> :	
	(no more than 90 days after amendment file date)
doption of Amendment(s)	(CHECK ONE)
Phe amendment(s) was/were ado by the shareholders was/were su	pted by the shareholders. The number of votes cast for the amendment(s) fficient for approval.
	roved by the shareholders through voting groups. The following statement 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)
action was not required. 3-The amendment(s) was/were add	pted by the board of directors without shareholder action and shareholder pted by the incorporators without shareholder action and shareholder
action was not required.	f
Dated 5	8 lella Sun A Schman
DatedSignature(By a d selected	Stelly Swammed Selmus irector, president or other officer – if directors or officers have not been d, by an incorporator – if in the hands of a receiver, trustee, or other court ted fiduciary by that fiduciary)
DatedSignature(By a d selected	d, by an incorporator – if in the hands of a receiver, trustee, or other court ted fiduciary by that fiduciary)
DatedSignature(By a d selected	d, by an incorporator - if in the hands of a receiver, trustee, or other court