

V17972

LAW OFFICE
CARPENTER & PARRISH, P.A.

5608 NW 43rd STREET
GAINESVILLE, FLORIDA 32653-8334

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FILED

01 DEC 14 PM 2:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SHARON D. PARRISH

RONALD A. CARPENTER

November 14, 2001

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

VIA UPS OVERNIGHT

500004683665--1
-11/15/01--01045--005
*****78.75 *****78.75

Re: LEVINGS-WILSON GROUP, INC. change to LEVINGS GROUP, INC.

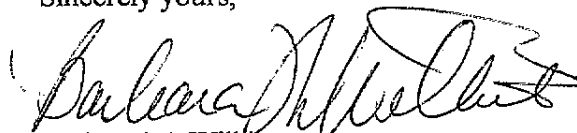
43.75

Ladies and Gentlemen:

Please find enclosed with this letter the original Articles of Amendment to Articles of Incorporation of Levings-Wilson Group, Inc., along with our firm's check #5319 in the amount of \$78.75 to cover the cost of the Amendment, the change of Registered Agent and a certified copy of same.

Please return the certified copy to my office at your earliest convenience. Your cooperation in this matter is greatly appreciated.

Sincerely yours,


Barbara M. Wilhite,
Legal Assistant

NC Amord
(2-18-01)
BMS

/bw
Enclosures

LAW OFFICE
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RONALD A. CARPENTER

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December 13, 2001

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

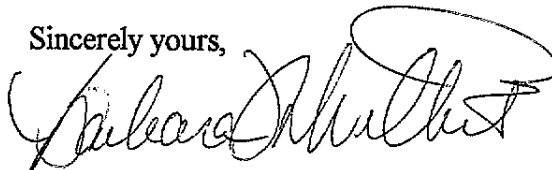
Re: LEVINGS-WILSON, INC.

Ladies and Gentlemen:

Please find enclosed with this letter the original Articles of Amendment to Articles of Incorporation of Levings-Wilson, Inc., along with your letter #601A00062701, dated November 26, 2001, explaining why we could not use that name. I have also enclosed a copy of the letter and Articles of Amendment to the Articles of Incorporation of Levings Group, Inc., filed with your office, which changed the name to Levings Holdings, Inc, so we should now be able to amend Levings-Wilson, Inc. to Levings Group, Inc. Per your letter you already have the filing fees, which were sent previously.

Please return the certified copy to my office at your earliest convenience. Your cooperation in this matter is greatly appreciated.

Sincerely yours,



Barbara M. Wilhite
Legal Assistant

/bw
Enclosures

RECEIVED
01 DEC 14 PM 1:46
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 26, 2001

CARPENTER & PARRISH, P.A.
ATTN: BARBARA M. WILHITE
5608 NW 43RD STREET
GAINESVILLE, FL 32653-8334

SUBJECT: LEVINGS-WILSON GROUP, INC.
Ref. Number: V17972

We have received your document for LEVINGS-WILSON GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(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.

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) 245-6957.

Doug Spittler
Document Specialist

Letter Number: 601A00062701

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LEVINGS-WILSON GROUP, INC.**

FILED
01 DEC 14 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned Florida profit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Article I is hereby amended to read as follows:

ARTICLE I.

The name of the corporation is **LEVINGS GROUP, INC.**, and the mailing address is 2727 NW 43rd Street, Gainesville, FL 32606.

SECOND: Article V is hereby amended to read as follows:

ARTICLE V.

The street address of the registered agent of this corporation is 5608 NW 43rd Street, Gainesville, Florida and the name of the registered agent is Ronald A. Carpenter.

32653 - 8334

The officers are:

President/Treasurer: Albert S. Levings, 2727 NW 43rd Street, Gainesville, FL 32606.


Vice-President/Secretary: Kelley M. Hughes, 2727 NW 43rd Street, Gainesville, FL 32606.

THIRD: The date of adoption of the amendment to the corporation was November 13, 2001

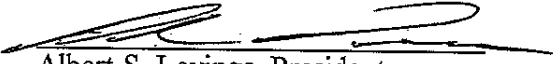
FOURTH: The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Amendment to the Articles of Incorporation under the laws of the State of Florida, this 14th day of November, 2001.

LEVINGS GROUP, INC.

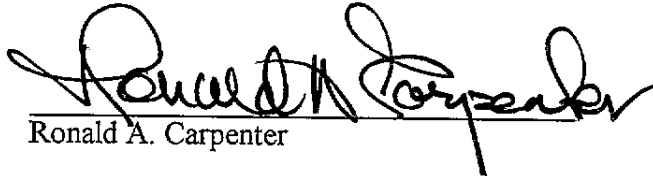

Dana Miller
Ronley A. Brooker

By:


Albert S. Levings, President

ACCEPTANCE BY REGISTERED AGENT:

Having been named to accept service of process for the above stated corporation, at place designated in this Amendment to the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


Ronald A. Carpenter

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA