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REPLY TO:
P.O. BOX 1300
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FILE NO.

April 24, 2001

Office of Secretary of State
State of Florida
P.O. Box 6327
Tallahassee, Florida 32314

600004085146--5
-04/27/01-01052--032
*****35.00 *****35.00

Re: 1) Bill Bozeman Insurance Agency, Inc. - Articles of Amendment to Change Name
2) Articles of Incorporation for Bill Bozeman Insurance Agency, Inc.

Dear Sirs:

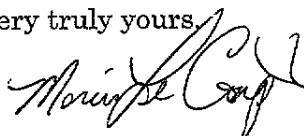
Per my conversation with Darlene, enclosed please find the following documents for filing:

- (1) Articles of Amendment to change the name of the corporation currently known as Bill Bozeman Insurance Agency, Inc. to Bozeman Insurance, Inc., along with a check in the amount of \$35.00 to cover the filing costs associated therewith. Please file this document first.
- (2) Articles of Incorporation for a shelf corporation to be formed by the name of "Bill Bozeman Insurance Agency, Inc.", along with a check in the amount of \$78.75 to cover the filing costs associated therewith, and the return of a certified copy to me (a self-addressed stamped envelope is enclosed for your use). Please file this document immediately after filing the Articles of Amendment referenced in item 1 above.

I understand from my conversation with Darlene that there should be no problem with the sequential filing of both of these documents. However, if this is incorrect and there are any questions or comments, please call the undersigned.

As always, I appreciate your help in connection with this matter.

Very truly yours,



Morris A. LeCompte

MAL/dp
Enclosures

FILED
01 APR 27 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend *nc*
T. L. L. MAY 4 2001

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BILL BOZEMAN INSURANCE AGENCY, INC.

FILED
01 APR 27 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Florida Statutes, the Articles of Incorporation of BILL BOZEMAN INSURANCE AGENCY, INC. are hereby amended as follows:

1. Article I is hereby amended in its entirety to now read as follows:

"ARTICLE I - NAME

The name of the Corporation shall be BOZEMAN INSURANCE, INC."

2. Article II is hereby amended in its entirety to now read as follows:

"ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is: To act as agent or brokers for insurance companies in soliciting and receiving applications for fire, casualty, plate glass, automobiles, trucks and other motor vehicles, boiler, elevator, accident, health, burglary, rent, marine, credit, and life insurance, and all other kinds of insurance, the collection of premiums, and doing such other business as may be delegated to agents and insurance brokerage business;

To act as the agent of such persons, firms, associations and corporations as shall employ it to investigate, collect, and report information concerning applications, applicants, and risks, and to prepare, present, adjust, settle, collect, and purchase claims arising under insurance policies, and such other business as is incidental to such business;

To purchase, acquire, and take over the business of insurance agencies, as insurance brokers, insurance agents, agents of underwriters and of insurance companies, adjusters of averages and their kindred business; and

To engage in all other activities permitted by law."

3. Article VII is hereby amended in its entirety to now read as follows:

"ARTICLE VII - DIRECTORS

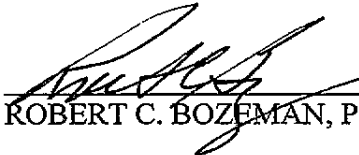
The number of directors shall be established by the By-Laws adopted by the stockholders from time to time."

4. Except as hereby amended, the Articles of Incorporation of the Corporation are hereby ratified and affirmed.

5. The foregoing Articles of Amendment was adopted by the unanimous written consent of the Board of Directors and Shareholders of the Corporation in accordance with Sections 607.0704 and 607.0821 of the Florida Statutes on the 13th day of April, 2001.

4. The only voting group entitled to vote separately on the Amendment is the common shareholders of the Corporation, and the number of votes cast for the Amendment by such common shareholders was sufficient for the approval of the Amendment by that voting group.

IN WITNESS WHEREOF, the undersigned officers have executed these Articles of Amendment this 13th day of April, 2001.


ROBERT C. BOZEMAN, President