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FILED
98 JAN 23 AM 10:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ATTORNEYS AT LAW

SCOTT, ROYCE, HARRIS, BRYAN, BARRA & JORGENSEN, P.A.

January 21, 1998

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-01/23/98--01049--004
*****87.50 *****87.50

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Re: GILLILAND INSURANCE AGENCY, INC.

Dear Sir or Madam:

Enclosed herein you will find proposed Articles of Amendment to the Articles of Incorporation of GILLILAND INSURANCE AGENCY, INC., together with an extra copy for certification and return. Please file these Articles of Amendment and return the certified copy to the undersigned by regular mail.

I am including a check in the amount of \$87.50 to cover the following expenses:

Filing Fee \$35.00
Certified Copy \$52.50

TOTAL: \$87.50

If you should have any questions, please feel free to contact me. Your cooperation in this matter is greatly appreciated.

Sincerely,
Cindy T. Hartman
Cindy T. Hartman,
Assistant to John M. Jorgensen

Amend

K:\FILES\UMJ36943\SEC.LTR.frm

VS JAN 28 1998

RICHARD K. BARRA • JOHN L. BRYAN, JR. • J. RICHARD HARRIS
JOHN M. JORGENSEN • DONNA A. NADEAU • RAYMOND W. ROYCE
ROBERT C. SCOTT (1925-1982) • KEVIN M. WAGNER • BRIAN K. WAXMAN

4400 PGA BOULEVARD, SUITE 800 • PALM BEACH GARDENS, FLORIDA 33410
(561) 624-3900 • FAX (561) 624-3533 • EMAIL: scottroyce@ibm.net

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION

OF

GILLILAND INSURANCE AGENCY, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to the Articles of Incorporation:

1. The name of the Corporation is GILLILAND INSURANCE AGENCY, INC.
2. Article IV of the Articles of Incorporation of the Corporation is hereby amended in its entirety to provide as follows:

"ARTICLE IV - CAPITAL STOCK

The aggregate number of shares of stock which the corporation shall have authority to issue is Five Hundred (500) shares of common stock, with a par value of One Dollar (\$1.00) per share."

3. The Amendment to the Articles of Incorporation was adopted by unanimous written consent of the shareholders of the Corporation dated May 16th, 1997 pursuant to the provisions of Section 607.0704, and .1003(6), Florida Statutes.

DATED this 30th day of December 1997.

GILLILAND INSURANCE AGENCY
INC., a Florida corporation

By: Joy J. Gilliland

JOY J. GILLILAND,
President

(CORPORATE SEAL)

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 30th day of December 1997, by JOY P. GILLILAND, as President of GILLILAND INSURANCE AGENCY, INC., a Florida corporation, on behalf of the corporation.

NOTARY PUBLIC

John Jorgensen

(SEAL)

NOTARY PUBLIC - STATE OF FLORIDA
JOHN JORGENSEN
COMMISSION # CC639296
EXPIRES 4/15/2001
BONDED THRU ASA 1-888-NOTARY1

John M Jorgensen

(Print Name)

My commission expires: _____

Commission No. _____

Personally Known ✓ OR ~~Produced Identification~~
Type of identification Produced _____