

H 11 9 5 8

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

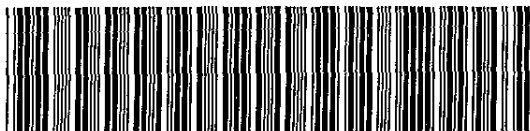
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 DEC 16 PM 1:04

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Name chg.
JFM
1/6/04

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Name Change

DOCUMENT NUMBER: n/a

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Cindy Bolourtchi, Director Regulatory Compliance
(Name of Person)

American Dental Plan, Inc.
(Name of Firm/ Company)

100 Mansell Court E., Suite 400
(Address)

Roswell, GA 30076
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Cindy Bolourtchi at (770) 998-8936
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$35 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

\$52.50 Filing Fee
Certificate of Status
(Additional Copy
is enclosed)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

FILED

03 DEC 16 PM 1:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Amendment to
Articles of Incorporation of**

American Dental Plan, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

n/a

(Document number of 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:

NEW CORPORATE NAME (if changing):

COMPBENEFITS COMPANY

(must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")

AMENDMENTS ADOPTED- Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Amendment of ARTICLE I of the Articles of Incorporation to change the
name of American Dental Plan, Inc. to CompBenefits Company

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

n/a

(continued)

The date of each amendment(s) adoption: December 15, 2003

Effective date, if applicable: 1/1/04
(no more than 90 days after amendment file date)

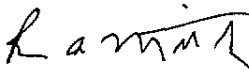
Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for 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)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 15th day of December, 2003

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

Bruce A. Mitchell
(Typed or printed name of person signing)

Director
(Title of person signing)