

P98000041101

Keri Rayborn - PIC'S
 (Requestor's Name)
235 E. Virginia Street
 (Address)
Tallahassee FL 32301 224-9789
 (City, State, Zip) (Phone #)

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 -05/19/98--01041--026
 *****35.00 *****35.00

OFFICE USE ONLY

200002528722--6
 -05/19/98--01025--023
 *****61.25 *****52.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- American Colonial Insurance Company, Inc. P98000041101
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)

RECEIVED
 98 MAY 19 AM 10:11
 DEPARTMENT OF REVENUE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

- Walk in Pick up time _____ Certified Copy *amendment to Articles*
 Mail out Will wait Photocopy Certificate of Status
1 Filed Stamped copy

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Keri
 524-2394

5/19/98

00789 00664
00615 00672
5/19

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 19, 1998

Keri Rayborn
235 E. Virginia St.
Tallahassee, FL 32301

SUBJECT: AMERICAN COLONIAL INSURANCE COMPANY, INC.
Ref. Number: P98000041101

We have received your document for AMERICAN COLONIAL INSURANCE COMPANY, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 698A00027890

ARTICLES OF AMENDMENT TO ARTICLES
OF INCORPORATION
OF
AMERICAN COLONIAL INSURANCE COMPANY, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 20 PM 2:30

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: ARTICLE II of the Articles of Incorporation is hereby deleted in its entirety, and there is substituted in lieu thereof the following:

"ARTICLE II
PRINCIPAL OFFICE

The street address of the principal office of the Corporation shall be:

2852 Remington Green Circle
Suite 201
Tallahassee, Florida 32308

SECOND: ARTICLE V of the Articles of Incorporation is hereby deleted in its entirety, and there is substituted in lieu thereof the following:

"ARTICLE V
REGISTERED OFFICE AND AGENT

The location and street address of the registered office of the Corporation shall be:

2852 Remington Green Circle
Suite 201
Tallahassee, Florida 32308

The name of the Corporation's registered agent at said address shall be William Ramsey Hanley."

THIRD: ARTICLE VI of the Articles of Incorporation is hereby deleted in its entirety, and there is substituted in lieu thereof the following:

"ARTICLE VI
BOARD OF DIRECTORS

The names and addresses of the persons who are to serve as the Directors until the first annual meeting of shareholders, or until successors are elected and qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
James Kennedy Lowder	2000 Interstate Park Drive Suite 300 Montgomery, AL 36109
Thomas Henry Lowder	2000 Interstate Park Drive Suite 300 Montgomery, AL 36109
Paul Wilhite Miles	2000 Interstate Park Drive Suite 300 Montgomery, AL 36109
John Lawrence Pitts	2000 Interstate Park Drive Suite 300 Montgomery, AL 36109
Roy Overstreet	365 Northridge Road Suite 450 Atlanta, Georgia 30350"

FOURTH: This Amendment to the Articles of Incorporation was approved by a unanimous vote of the Directors on the 12 day of May, 1998, without shareholder action and shareholder action was not required.

SIGNED this 12 day of May, 1998.

Roy Overstreet
Roy Overstreet
Its President and a Director

Having being named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

[Signature]
Signature of Registered Agent

5/20/98
Date

APPROVED
INSURANCE COMMISSIONER
AND TREASURER

MAY 20 1998
BY [Signature]
Legal Division