

S71811

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Joann Helms
 (Requestor's Name)
Dependable Protective Mutual RRG
 (Address) Inc.
1545 Raymond Ditch Rd 3rd Floor
 (City, State, Zip) (Phone #)
Tallahassee, FL 385-1115

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

Amend

- Dependable Protective Mutual Risk Retention Group, Inc.
 (Corporation Name) (Document #) 571811
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 TALLAHASSEE, FLORIDA

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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" 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

Call when Ready

Examiner's Initials ASD

10/20/98

APPROVED

INSURANCE COMMISSIONER
AND TREASURER

SEP 25 1998

By [Signature]
Legal Division

CERTIFICATE OF AMENDMENT
OF
THE ARTICLES OF INCORPORATION
OF

DEPENDABLE PROTECTIVE MUTUAL RISK RETENTION GROUP, INC.

I HEREBY CERTIFY that pursuant to section 628.111, Fla. Stat. (1997):

1. Attached hereto is a true and correct copy of Articles of Amendment to the Articles of Incorporation of Dependable Protective Mutual Risk Retention Group, Inc. (the "Company").
2. The Articles of Amendment were duly adopted by the Board of Directors of the Company at its meeting held on March 7, 1998 for submission to the Members of the Company at the Annual Meeting of Members held on June 19, 1998.
3. The notice of the Annual Meeting which was provided to the Members of the Company included notice of the proposal to amend the Articles of Incorporation.
4. The amendments to the Articles of Incorporation contained in the Articles of Amendment were duly adopted by a majority of the Members entitled to vote thereon.

Dated this 24 day of July, 1998.

[Signature]

Joseph W. Jacobs, Executive Vice President

(Corporate Seal)

[Signature]

George V. Matlock, Assistant Secretary

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF LEON

ACKNOWLEDGED before me by Joseph W. Jacobs, Executive Vice President and George V. Matlock, Assistant Secretary of Dependable Protective Mutual Risk Retention Group, Inc., on behalf of said company They are personally known to me and did take an oath.

Notary Public, State of Florida

[Signature]

Printed Name: Joann Helms

My Commission Expires:

Commission Number:



JOANN HELMS
MY COMMISSION # CC465812 EXPIRES
May 21, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

**ARTICLES OF AMENDMENT OF THE
ARTICLES OF INCORPORATION**

Pursuant to the provisions of FSA § 607.1006, this corporation adopts the following articles of amendment to its articles of incorporation:

1. The name of the corporation is **DEPENDABLE PROTECTIVE MUTUAL RISK RETENTION GROUP, INC.**

2. The text of each amendment as adopted is as follows:

Article Sixth--Directors is deleted in its entirety and replaced as follows:

ARTICLE SIXTH--DIRECTORS

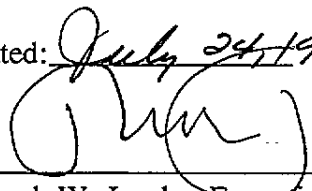
The Corporation shall have not less than five directors, all of whom are United States citizens and all of whom are over the age of 18.

3. The date of adoption of the amendment was: June 19, 1998.

4. Each amendment was adopted by: Duly approved shareholder action in accordance with the provisions of FSA § 607.1003.

5. These amendments will be effective upon filing.

Dated: July 24, 1998



Joseph W. Jacobs, Executive Vice President