



THE UNITED STATES CORPORATION COMPANY

M96798

FILED  
97 DEC 24 PM 4:03  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ACCOUNT NO. : 072100000032  
REFERENCE : 649109 4728359  
AUTHORIZATION :  
COST LIMIT : \$ PREPAID

ORDER DATE : December 24, 1997

ORDER TIME : 11:38 AM

900002382489--0  
-12/24/97--01072--006  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

ORDER NO. : 649109-005

CUSTOMER NO: 4728359

CUSTOMER: Barbara Rowe, Legal Assistant  
Bush Ross Gardner Warren &  
220 South Franklin Street

Tampa, FL 33602

DOMESTIC AMENDMENT FILING

NAME: SELF-INSURED BENEFIT ADMINISTRATORS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS:

Amend & N/C

FILED  
97 DEC 24 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

VS DEC 31 1997

FILED  
97 DEC 24 AM 1:44  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**BUSH ROSS GARDNER WARREN & RUDY, P.A.**

ATTORNEYS AT LAW  
220 SOUTH FRANKLIN STREET  
TAMPA, FLORIDA 33602

(813) 224-9255

TELECOPIER (813) 223-9620

MAHLON H. BARLOW, III  
DALE K. BOHNER  
JOHN R. BUSH  
MINDY L. CARREJA  
SAMUEL B. DOLCIMASCOLO  
PATRICIA LABARTA DOUGLAS  
RICHARD K. FUEYO  
J. STEPHEN GARDNER  
JOHN N. GIORDANO  
JEFFREY P. GREENBERG  
R. J. HAUGHEY, II  
RICHARD B. HADLOW  
PAUL L. HUEY  
DAVID M. JEFFRIES  
BRENT A. JONES

NASREEN M. KADIVAR  
S. TODD MERRILL  
CRAIG A. MINEGAR  
ALEXANDRA M. RENARD  
JEREMY P. ROSS  
JOHN F. RUDY, II  
EDWARD O. SAVITZ  
ALICIA J. SCHUMACHER  
NEAL A. SIVYER  
H. BRADLEY STAGGS  
RANDY K. STERNS  
JEFFREY W. WARREN  
PAUL D. WATSON  
DAVID B. WILLIAMS

December 23, 1997

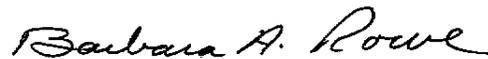
Corporate Records Bureau of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 32314

RE: Self Insured Benefit Administrators, Inc.

Ladies/Gentlemen:

On behalf of the above captioned corporation (the "Corporation"), I am forwarding an original and one copy of the Corporation's Articles of Amendment to the Articles of Incorporation. Also enclosed is our firm check in the amount of \$87.50 in payment of the filing fee and certified copy for such Amendment.

Sincerely,



Barbara A. Rowe,  
Legal Assistant to  
Richard B. Hadlow

/bar  
Enclosures  
141327.01



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 26, 1997

CSC

TALLAHASSEE, FL

SUBJECT: SELF-INSURED BENEFIT ADMINISTRATORS, INC.  
Ref. Number: M96798

We have received your document for SELF-INSURED BENEFIT ADMINISTRATORS, 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard  
Corporate Specialist

Letter Number: 897A00060473

**RESUBMIT**  
Please give original  
submission date as file date

RECEIVED  
97 DEC 26 PM 1:51  
DEPARTMENT OF STATE  
CORPORATION REGISTRATION  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
SELF-INSURED BENEFIT ADMINISTRATORS, INC.

FILED  
97 DEC 24 PM 4:03  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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SELF-INSURED BENEFIT ADMINISTRATORS, a Florida corporation (the "Corporation"), hereby certifies as follows:

1. The Articles of Incorporation of the Corporation are hereby amended by deleting the present form of Articles I and III in their entirety and by substituting, in lieu thereof, the following:

"ARTICLE I. NAME

The name of this corporation shall be:

HZH, INC.

The corporation's principal place of business and mailing address shall be 18167 U.S. Highway 19 North, Suite 300, Clearwater, Florida 33764."

...

"ARTICLE III. CAPITAL STOCK

The aggregate number of shares of stock authorized to be issued by this corporation shall be 200,000 shares of common stock, each with a par value of \$.001. Each share of issued and outstanding common stock shall entitle the holder thereof to fully participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as in the net assets of the corporation upon liquidation or dissolution."

2. The foregoing amendments shall become effective as of the close of business on the date these Articles of Amendment are approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the corporation laws of the State of Florida.

3. The amendments recited in Section 1. above have been duly adopted in accordance with the provisions of §607.0821, .0704 and .1003, Florida Statutes, all shareholders and directors having executed a written statement, dated December 23, 1997, manifesting their intentions that the amendments be adopted; and the number of votes cast for the amendments by the shareholders having been sufficient for approval.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be prepared under the signature of its President and the attestation of its Secretary this 23<sup>rd</sup> day of December 1997.

SELF-INSURED BENEFIT  
ADMINISTRATORS, INC.

By: Terrell V. Hawkins  
Terrell V. Hawkins, President

Attest:

By: \_\_\_\_\_  
Glenn L. Allen, Secretary

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me, under oath, this 23<sup>rd</sup> day of December by Terrell V. Hawkins, an individual known to me, in his capacity as President of SELF-INSURED BENEFIT ADMINISTRATORS, a Florida corporation, on behalf of the corporation and for the uses and purposes described therein.

sign Barbara A. Rowe

print \_\_\_\_\_

NOTARY PUBLIC, State of Florida  
at Large

My Commission Expires:

140682.01



BARBARA A ROWE  
My Commission CC389684  
Expires Jul. 17, 1998  
Bonded by HAI  
800-422-1555