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****43.75

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JANET M. STUART
JONATHAN B. TROHN
ROBERT L. TROHN
JOHN K. VREELAND
TED W. WEEKS, III
THEODORE W. WEEKS, IV

E. ALEXANDER PILIOI

A. H. LANE (RETIRED)

*****43.75

February 1, 1999

VIA FEDERAL EXPRESS

FLORIDA DEPARTMENT OF STATE Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

Re:

Lanier Upshaw, Inc.

Gentlemen:

Enclosed please find the original and a duplicate of Articles of Amendment to the Articles of Incorporation of LANIER UPSHAW, INC., a Florida corporation (Document Number 192108).

After examination, please file the original of the Articles and return the duplicate to the undersigned duly certified to show the date of filing.

Also, please find enclosed our Firm's check made payable to the Florida Department of State in the amount of \$43.75 to cover the filing fee of \$35.00 and the fee for a certified copy of \$8.75.

Of course, if there are any questions concerning the enclosed Articles of Amendment, please contact the undersigned collect at 863/284-2213 in Lakeland.

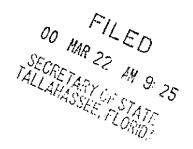
Thanking you for your usual cooperation.

RJB/mcd Enclosures

XC:

Mr. Bruce Bulman

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF LANIER UPSHAW, INC.



- 1. Article II, entitled "GENERAL NATURE OF BUSINESS", of the Articles (Certificate) Of Incorporation of LANIER UPSHAW, INC., a Florida corporation (Document Number 192108), as heretofore amended, is hereby amended by the addition of a new paragraph (h) which shall read as follows:
 - "(h) To engage in the business of a general insurance agency including, without limitation, dealing with all types and kinds of contracts and policies of insurance, acting as agents for others in the sale of insurance contracts and policies, acting as insurance brokers, and generally dealing with insurance contracts and policies of all kinds and descriptions."
- 2. The foregoing amendment was adopted by the unanimous written consent of all of the Shareholders and all of the Directors of the Corporation effective as of March 14, 2000.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Amendment this // day of March, 2000.

LANIER UPSHAW, INC

James C. Franklin, Jr.

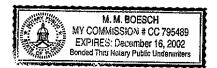
its President

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF LANIER UPSHAW, INC.

STATE OF FLORIDA COUNTY OF POLK

The foregoing Articles of Amendment were acknowledged before me this day of March, 2000, by James C. Franklin, Jr., being the President of Lanier Upshaw, Inc., a Dispersionally Known (OR)

Florida corporation, on behalf of said corporation.



(AFFIX NOTARY SEAL)

NOTARY PUBLIC, State of Florida at Large Printed Name: <u>か・か・ ろのどらの</u>す

My commission expires: