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## AMENDMENT OF ARTICLES OF INCORPORATION

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## PGI INCORPORATED

The undersigned, PGI INCORPORATED (the "Corporation"), a corporation entiting pursuant to the Florida Business Corporation Act, charter number 211808, desiring to give notice of corporate action effectuating amendment of a provision of its Articles of Incorporation, pursuant to section 607.1006, Florida Statutes, certifies the following:

- 1. The Corporation was incorporated on May 1, 1958.
- 2. Amendment adopted: ARTICLE XII of the Corporation's Articles of Incorporations hereby deleted in its entirety.
- 3. The date of the amendment's adoption is: December 22, 1997.
- 4. The holders of a majority of the Class A Preferred Stock and Common Stock of the Corporation, voting as a class, approved the amendment to the Corporation's Articles of Incorporation on December 22, 1997. The number of votes cast were sufficient for approval.
- 6. The amendment did not change the number of authorized shares or the par value of the authorized shares having a par value, nor did it provide for an exchange, reclassification or cancellation of issued shares or a reduction of the number of authorized shares of any class below the number of issued shares of that class.

IN WITNESS WHEREOF, the undersigned Corporation has caused these Articles of Amendment to be signed by a duly authorized officer this 22<sup>nd</sup> day of December, 1997.

ATTEST:

Andrew S. Løve, Jr., Secretary