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KIMPTON, BURKE & BOBENHAUSEN, P.A.

WILLIAM J. KIMPTON ROBERT C. BURKE, JR. GALE M. BOBENHAUSEN FAX (727) 796-0909 EMail: bob.burke@kbblaw.net 28059 U.S. HIGHWAY 19 NORTH SUITE 100 CLEARWATER, FL 33761-2698 TELEPHONE (727) 791-0063

May 19, 2004

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

RE: Jack Rice Insurance, Inc.

Our File No. 4075.04.6.000

Gentlemen:

Enclosed please find original and photocopy of Articles of Amendment of Articles of Incorporation regarding the above referenced corporation.

Further enclosed is a check in the amount of \$43.75 to cover the cost of the filing fee. Please return a certified copy of the Articles of Amendment of Articles of Incorporation after filing.

Sincerely,

KIMPTON, BURKE & BOBENHAUSEN, P.A.

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RCB/cg Enclosures

ARTICLES OF AMENDMENT

<u>OF</u>

ARTICLES OF INCORPORATION

OF

JACK RICE INSURANCE, INC.

JACK RICE INSURANCE, INC., a Florida corporation, under its corporate seal in hand of its President and Secretary, Jack S. Rice, hereby certifies that:

1. The Board of Directors of said corporation, at a meeting called and held on the 5th day of May, 2004, 2000, adopted the following resolution:

"BE IT RESOLVED by the Board of Directors of JACK RICE INSURANCE, INC., a Florida corporation, that the Articles of Incorporation be amended, changed and altered, deleting Article X., and adding a new Article XI, so that it reads as follows:

ARTICLE X.

DELETED.

ARTICLE XI.

The corporation elects to have preemptive rights. Such rights shall extend to shares issued for any purpose, excluding the purposes exempted under provisions of the Florida Statutes.

2. The meeting of the shareholders of the corporation called by the Board of Directors as aforesaid, was held on the 5th day of May, 2004, and at said special meeting of the shareholders, said amendment to the Articles of Incorporation was duly adopted by the unanimous vote of all shareholders.



IN WITNESS WHEREOF, said corporation has caused this Amendment to the Articles of Incorporation to be filed in its name by its President and its corporate seal to be affixed and attested by its Secretary on this 5th day of May, 2004, 2000.

JACK RICE INSURANCE, INC.

By:

Jack S. Rice, President

(Corporate Seal)

Jack S. Rice, Secretary

STATE OF FLORIDA

COUNTY OF PINELLAS

JACK RICE INSURANCE, INC.

By:

Jack S. Rice, President

COUNTY OF PINELLAS

I, an officer authorized to take acknowledgements according to the laws of the State of Florida, duly qualified and acting, hereby certify that Jack S. Rice as President and Secretary of JACK RICE INSURANCE, INC., to me (X) personally known or () who produced a Florida driver's license as identification, this date acknowledged before me that he executed the foregoing Articles of Amendment of Articles of Incorporation of Jack Rice Insurance, Inc., as such officers of said corporation and he affixed the official seal of said corporation; and I further certify that I know the said person making said acknowledgement to be the individual described in and who executed said Articles of Amendment.

IN WITNESS WHEREOF, I hereunto set my hand and official seal at Clearwater, said County and State this <u>5th</u> day of <u>May</u>, <u>2004</u>, **2000**.

| | Carla Guidry | | |
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| A STATE OF THE PARTY OF THE PAR | September 3, 2006 BONDED THRU TROY FAIN MISURANCE, INC. | | CE, INC. |

| Carla Durdey |
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| Name: () |
| Notary Public, State of Florida |
| Serial No: |
| Commission Expires: |