

LAW OFFICES
THRASHER, WHITLEY, HAMPTON & MORGAN

A PROFESSIONAL CORPORATION

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H. GRADY THRASHER, IV

G68099

March 20, 1998

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

700002465297--9
-03/23/98--01101--007
*****35.00 *****35.00

Re: **First Southeastern Securities Group, Inc.**

Dear Sirs:

Enclosed please find an original and one photocopy of the Certificate of Amendment restating Article II of the Articles of Incorporation for the above-referenced Florida corporation.

Also enclosed is a check in the amount of \$35.00 to cover the cost of filing this document with the State of Florida.

If you have any questions regarding this request, please call me collect at (404) 804-8000. Thank you for your assistance in this matter.

Sincerely,

THRASHER, WHITLEY, HAMPTON & MORGAN
A Professional Corporation

H. Grady Thrasher, IV

HGT/km
Enclosures

89 MAR 23 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

G68099
Amend
208
3-23-98

CERTIFICATE OF AMENDMENT
FIRST SOUTHEASTERN SECURITIES
GROUP, INCORPORATED

First Southeastern Securities Group, Incorporated, a corporation of the State of Florida, whose registered office is located at 1300 North Westshore Boulevard, Suite 135, Tampa, Florida 33607, certifies pursuant to the provisions of Article X of the Articles of Incorporation, as amended, that at a meeting of the stockholders of said corporation called for the purpose of amending the articles of incorporation, and held on January 1, 1998, it was resolved by the unanimous consent of the holders of all voting shares that ARTICLE II of the Articles of Incorporation is amended to read as follows:

ARTICLE II

Business and Purpose

The general purpose for which this corporation is organized is the transaction of any and all lawful business which may be conducted by corporations incorporated under the General Corporation Act of the State of Florida, and any amendment thereto, and, in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under this act. Specifically, but without limitation of the foregoing, this corporation shall be authorized to act as an insurance agent or agency.

Signed this first day of January, 1998.

First Southeastern Securities Group,
Incorporated

by: _____

President CRAIG W. Reynolds

Secretary Henry A. Hale

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 MAR 23 PM 3:55

APPROVED
AND
FILED