WITTNER COMPANIES

June 17, 1997

K94016

Division of Corporations PO Box 6327 Tallahassee, FL 32314

RE: Wittner & Company of Florida, Inc.

59-2950669

800002222038--0 -06/24/97--01112--001 *****87.50 *****87.50

Dear Sirs:

Enclosed please find the Amendment to the Articles of Incorporation which changes the name of the corporation to Wittner Life Brokerage, Inc. as of June 1, 1997.

If there are any questions, I can be reached at (813) 384-3000 during normal business hours.

Thank you for expeditious handling.

Sincerely, Kewkrym a. Woodard

Kathryn A. Woodard

VP/CFO

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97 JUN 24 PH 12: 14
SECRETARY OF STATE
SECRETARY OF STATE

Name charge AFT 6-27-97

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED
97 JUN 24 PM 12: 14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

	Wittner & Company of Florida, Inc.	
<u> </u>		
	(present name)	

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article I was amended to read:

The name of this corporation is Wittner Life Brokerage, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THER. T	he date of each amendment's adoption June 1, 1997		
THIRD: The date of each amendment's adoption: June 1, 1997			
FOURTH: Adoption of Amendment(s) (CHECK ONE)			
Ø	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.		
ū	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):		
"The number of votes cast for the amendment(s) was/were sufficient			
	for approval by" voting group		
	vomig group		
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.		
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
Signed this 17th day of June, 19 47. Signature Kathyn a. Woodard			
	(By the Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)		
OR			
(By a director if adopted by the directors)			
(by a director if adopted by the directors)			
OR			
(By an incorporator if adopted by the incorporators)			
Kathryn A. Woodard Typed or printed name			
Company III			
	Secretary, VP Title		