



L010000010399

ACCOUNT NO. : 072100000032

REFERENCE : 212187 82866A

AUTHORIZATION :

Patricia Pujols

COST LIMIT : \$ 55.00

ORDER DATE : July 6, 2001

ORDER TIME : 12:59 PM

ORDER NO. : 212187-010

CUSTOMER NO: 82866A

CUSTOMER: Mr. Hal Adams Airth, Jr.
Clark & Campbell, P.a.
4740 Cleveland Heights Blvd

Lakeland, FL 33813

DOMESTIC AMENDMENT FILING

NAME: EMPLOYER'S ALLIANCE II, LLC

EFFECTIVE DATE:

600004462996--6

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Carla E. Lohi --- EXT# 1132

EXAMINER'S INITIALS:

JB
FLD

DIVISION OF CORPORATION

01 JUL -6 PM 2:29

RECEIVED

01 JUL -6 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION AND
DESIGNATION OF REGISTERED AGENT OF
EMPLOYER'S ALLIANCE II, LLC**

Pursuant to the provisions of section 608.411, Florida Statutes, this Florida limited liability company adopts the following articles of amendment to its articles of organization which were first filed on June 27, 2001:

FIRST: The following amendment to the articles of organization was adopted by the limited liability company:

Article II. Address

is deleted and replaced with the following

Article II. Address

The mailing address of the principal office of the Limited Liability Company is:

**Post Office Box 468
Lakeland, Florida 33802**

The street address of the principal office of the Limited Liability Company is:

**1115 U.S. Highway 98, South
Lakeland, Florida 33802**

SECOND: The following amendment to the articles of organization was adopted by the limited liability company:

Article III. Registered Agent, Registered Office, & Registered Agent's Signature
is deleted and replaced with the following:

ARTICLE III. Registered Agent, Registered Office, & Registered Agent's Signature

The name and the Florida street address of the registered agent are:

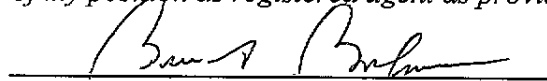
**Bruce A. Bulman
1115 U.S. Highway 98 South
Lakeland, Florida 33811**

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of

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all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



Bruce A. Bulman
Registered Agent's Signature

THIRD: The following amendment to the articles of organization was adopted by the limited liability company:

Article IV. Management

is deleted and replaced with the following:

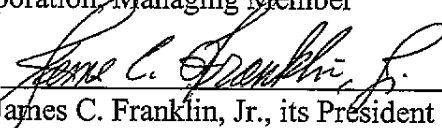
ARTICLE IV. Management

The Limited Liability Company is to be managed by a manager and is, therefore, a manager-managed company. The name, mailing address, and street address of such entity that is to serve as manager is:

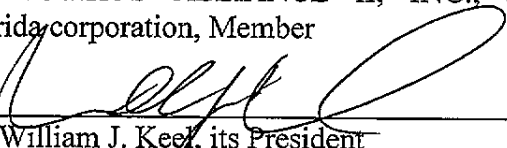
**Lanier Upshaw, Inc.
1115 U.S. Highway 98 South
Lakeland, Florida 33811**

Dated July 3, 2001.

LANIER UPSHAW, INC., a Florida
corporation, Managing Member

By: 
James C. Franklin, Jr., its President

EMPLOYER'S ALLIANCE II, INC., a
Florida corporation, Member

By: 
William J. Keel, its President

APPROVE
AND
FILED
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TALLAHASSEE, FLORIDA