



THE UNITED STATES
CORPORATION
COMPANY

M96798

FILED
97 DEC 24 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 649109 4728359
AUTHORIZATION :
COST LIMIT : \$ PREPAID

ORDER DATE : December 24, 1997

ORDER TIME : 11:38 AM

ORDER NO. : 649109-005

CUSTOMER NO: 4728359

CUSTOMER: Barbara Rowe, Legal Assistant
Bush Ross Gardner Warren &
220 South Franklin Street

Tampa, FL 33602

900002382489--0
-12/24/97--01072--006
*****87.50 *****87.50

DOMESTIC AMENDMENT FILING

NAME: SELF-INSURED BENEFIT
ADMINISTRATORS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS:

Amend & N/C

VS DEC 31 1997

RECEIVED
97 DEC 24 AM 1:44
DIVISION OF CORPORATION

BUSH ROSS GARDNER WARREN & RUDY, P.A.

ATTORNEYS AT LAW

220 SOUTH FRANKLIN STREET
TAMPA, FLORIDA 33602

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DAVID B. WILLIAMS

December 23, 1997

Corporate Records Bureau of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

RE: Self Insured Benefit Administrators, Inc.

Ladies/Gentlemen:

On behalf of the above captioned corporation (the "Corporation"), I am forwarding an original and one copy of the Corporation's Articles of Amendment to the Articles of Incorporation. Also enclosed is our firm check in the amount of \$87.50 in payment of the filing fee and certified copy for such Amendment.

Sincerely,

Barbara A. Rowe

Barbara A. Rowe,
Legal Assistant to
Richard B. Hadlow

/bar
Enclosures
141327.01



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 26, 1997

CSC

TALLAHASSEE, FL

SUBJECT: SELF-INSURED BENEFIT ADMINISTRATORS, INC.
Ref. Number: M96798

We have received your document for SELF-INSURED BENEFIT ADMINISTRATORS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 897A00060473

RESUBMIT
Please give original
submission date as file date

RECEIVED
97 DEC 26 PM 1:51
OFFICE OF THE SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
SELF-INSURED BENEFIT ADMINISTRATORS, INC.

FILED
97 DEC 24 PM 4:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SELF-INSURED BENEFIT ADMINISTRATORS, a Florida corporation (the "Corporation"), hereby certifies as follows:

1. The Articles of Incorporation of the Corporation are hereby amended by deleting the present form of Articles I and III in their entirety and by substituting, in lieu thereof, the following:

"ARTICLE I. NAME

The name of this corporation shall be:

HZH, INC.

The corporation's principal place of business and mailing address shall be 18167 U.S. Highway 19 North, Suite 300, Clearwater, Florida 33764."

...

"ARTICLE III. CAPITAL STOCK

The aggregate number of shares of stock authorized to be issued by this corporation shall be 200,000 shares of common stock, each with a par value of \$.001. Each share of issued and outstanding common stock shall entitle the holder thereof to fully participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as in the net assets of the corporation upon liquidation or dissolution."

2. The foregoing amendments shall become effective as of the close of business on the date these Articles of Amendment are approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the corporation laws of the State of Florida.

3. The amendments recited in Section 1. above have been duly adopted in accordance with the provisions of §607.0821, .0704 and .1003, Florida Statutes, all shareholders and directors having executed a written statement, dated December 23, 1997, manifesting their intentions that the amendments be adopted; and the number of votes cast for the amendments by the shareholders having been sufficient for approval.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be prepared under the signature of its President and the attestation of its Secretary this 23rd day of December 1997.

SELF-INSURED BENEFIT
ADMINISTRATORS, INC.

By: Terrell V. Hawkins
Terrell V. Hawkins, President

Attest:

By: _____
Glenn L. Allen, Secretary

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me, under oath, this 23rd day of December by Terrell V. Hawkins, an individual known to me, in his capacity as President of SELF-INSURED BENEFIT ADMINISTRATORS, a Florida corporation, on behalf of the corporation and for the uses and purposes described therein.

sign Barbara A. Rowe

print _____

NOTARY PUBLIC, State of Florida
at Large

My Commission Expires:

140682.01



BARBARA A ROWE
My Commission CC389684
Expires Jul. 17, 1998
Bonded by HAI
800-422-1555