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WOMBLE CARLYLE SANDRIDGE & RICE
A PROFESSIONAL LIMITED LIABILITY COMPANY

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June 22, 1998

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

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-06/23/98--01061--001
*****52.50 *****52.50

FILED
98 JUN 23 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Application by Foreign Limited Liability Company to File Amendment to Application for Authorization to Transact Business in Florida - **AcceptanceAmerica Insurance, LLC**

Dear Sir or Madam:

Enclosed herein please find an original and one copy of the above application changing the name from AcceptanceAmerica Insurance, LLC to **AssetAmerica Insurance, LLC**, along with a certified copy of the Certificate of Formation and name change from Delaware. Also, enclosed please find our check in the amount of $52.50 to cover the cost of filing.

Thank you for your attention to this matter and if you have any questions please do not hesitate to contact me at the above number or Steve Drucker at 404-888-7484.

Sincerely,

WOMBLE CARLYLE SANDRIDGE & RICE, PLLC

Mary Barnett

Mary S. Barnett
Corporate Paralegal

Name Availability	6/24/98 dcc
Document Examiner	
Updater	
Updater Verifyer	
Acknowledgment	DCC
W. P. Verifyer	DCC

Dictated by Ms. Barnett but signed in her absence.

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Rev. June 22, 1998

Enclosures

M98000000215

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Department of State:

ACCEPTANCEAMERICA INSURANCE, LLC

2. Jurisdiction of its organization: Delaware

3. Date authorized to do business in Florida: March 5, 1998

FILED
98 JUN 23 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization?

5. New name of the limited liability company: AssetAmerica Insurance, LLC

(Name must end with the words "limited company" or the abbreviation "L.C." if not so contained in the name at present.)

6. If the amendment changes the period of duration, indicate new period of duration:

NA

7. If the amendment changes the jurisdiction of organization indicate new jurisdiction:

NA

6/22/98
Date

Signature of a member or the authorized representative of a member
LAWRENCE STUMBAUGH, Manager/Member

LAWRENCE STUMBAUGH
Typed or printed name

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ACCEPTANCEAMERICA INSURANCE, LLC", CHANGING ITS NAME FROM "ACCEPTANCEAMERICA INSURANCE, LLC" TO "ASSETAMERICA INSURANCE, LLC", FILED IN THIS OFFICE ON THE FIFTH DAY OF JUNE, A.D. 1998, AT 10 O'CLOCK A.M.

FILED
98 JUN 23 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Edward J. Freel, Secretary of State

AUTHENTICATION: 9149746

DATE: 06-19-98

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STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF

ACCEPTANCEAMERICA INSURANCE, LLC

1. Name of Limited Liability Company: ACCEPTANCEAMERICA INSURANCE, LLC

2. The Certificate of Formation of the limited liability company is hereby amended as follows: change name to ASSETAMERICA INSURANCE, LLC

[set forth amendment(s)]

3. (Use the following paragraph if this Certificate is to be effective at a date or time which must be a date or time certain later than filing:
"This Certificate of Amendments shall be effective on 6/5/98."

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 3rd day of June, 1998.

Authorized Person(s)
LAWRENCE L. STUMBAUGH
Manager: Lawrence Stumbaugh
Name

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 01:00 AM 06/05/1998
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