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DIVISION OF CORPORATIONS

BASIC AMENDMENT

EMERSON BENNETT INSURANCE, INC.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 1       |
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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
EMERSON BENNETT INSURANCE, INC.

Pursuant to Florida Statutes Section 607.1006, the Articles of Incorporation of EMERSON BENNETT INSURANCE, INC., (the "Corporation") are hereby amended as follows:

1. The name of the Corporation is: EMERSON BENNETT INSURANCE, INC.
2. Article I of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

The name of this corporation is: CARDINAL CAPITAL INSURANCE GROUP, INC.

3. Article II of the Articles of Incorporation of the Corporation is amended to read as follows:

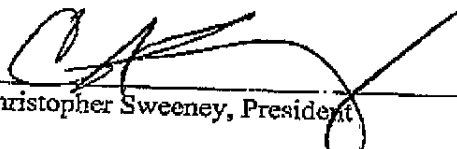
The principal place of business and mailing address of this corporation is:  
1221 Brickell Avenue, Suite 1010, Miami, FL 33131

4. The foregoing amendment was adopted as of March 20, 2002, by Written Consent of Shareholders and Directors of the Corporation, such vote represented by said Written Consent being sufficient for approval of the resolutions adopted therein, and such resolutions have not been altered or rescinded and remain in full force and effect.

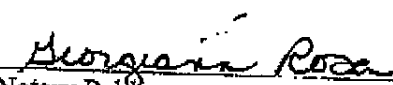
IN WITNESS WHEREOF, I, the undersigned, have executed these Articles of Amendment, this 20 day of March, 2002.

STATE OF FLORIDA )

COUNTY OF MIAMI-DADE )

  
\_\_\_\_\_  
Christopher Sweeney, President

The foregoing instrument was acknowledged before me this 20 day of March, 2002, by Christopher Sweeney, as President of Emerson Bennett Insurance, Inc., a Florida corporation, on behalf of the corporation.

  
\_\_\_\_\_  
Notary Public

Fax Audit No. H02000078008 8

Georgiann Rosa  
My Commission CC943596  
Expires June 08, 2004