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From: Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
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DIVISION OF CORPORATIONS

BASIC AMENDMENT

UNITED AUTOMOBILE INSURANCE GROUP, INC.

Certificate of Status	0
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UNITED AUTOMOBILE INSURANCE GROUP, INC.
(a Florida corporation)

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION, AS AMENDED**

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SECRETARY OF STATE
ALLAHASSEE, FLORIDA

United Automobile Insurance Group, Inc. (the "Company"), a corporation organized and existing by virtue of the Florida Business Corporation Act, does hereby certify as follows:

1. "Article III - Capital Stock" of the Articles of Incorporation, as amended, of the Company is hereby amended to read in its entirety as follows:

"The maximum number of shares of stock the corporation is authorized to have outstanding at any one time is 10,000,000, all of which shall be classified as common stock and have no par value."

2. The date of the aforesaid Amendment's adoption is February 28, 2005.

3. In accordance with the applicable provisions of Sections 607.0704, 607.0821 and 607.1006 of the Florida Business Corporation Act, the aforesaid Amendment was duly approved by the unanimous written consent of the Board of Directors and the shareholders of the Company. The number of votes cast for the aforesaid Amendment by the shareholders of the Company was sufficient for approval.

4. The aforesaid Amendment shall be effective as of the filing of this Articles of Amendment with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the Company has caused this Articles of Amendment to be duly executed on its behalf by the undersigned, who affirms and acknowledges that his execution of this Articles of Amendment is the act and deed of the Company and the facts stated herein are true as of March 23, 2005.

UNITED AUTOMOBILE INSURANCE
GROUP, INC.

By: Jack Ramirez
Name: Jack Ramirez
Title: President