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NEW FILINGS	<u>AMENDMENTS</u>	
 □ Profit □ Not for Profit □ Limited Liability □ Domestication □ Other 	Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger	FILED OZ JUL -3 AMIO: SLOKETARY OF STA
OTHER FILINGS	REGISTRATION/QUALIFICATION	10: 5
Annual Report Fictitious Name	Foreign Limited Partnership Reinstatement Trademark Other	d (a)
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CR2E031(7/97)

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



GULF PREMIUM FINANCE AND COMPANY, INC. DOCUMENT # P01000091890

PURSUANT TO THE PROVISIONS OF SECTION 607.1006, Florida Statutes, this Florida profit corporation adopts the Following articles of Amendment to is Articles of Incorporation:

FIRST: Amendment adopted:

ARTICLE NUMBER SIX

The number of officers/directors constituting the Board of Directors is three:

Ralph Frank Russo

PVT

5100 N. Federal Highway

Suite #300

Ft. Lauderdale, FL 33308

Nina Stallings

Secretary

5100 N. Federal Highway

Suite #300

Ft. Lauderdale, FL 33308

JoAnn Raiche

Secretary

5100 N. Federal Highway

Suite #300

Ft. Lauderdale, FL 33308

SECOND:

N/A

THIRD:

The date of the amendment adoption is June 14, 2002.

FOURTH: The amendment was adopted by the Board of Directors without shareholder action, and shareholder action was not required.

Signed this 27 day of June, 2002.

Signature

RALPH FRANK RUSSO

PRESIDENT