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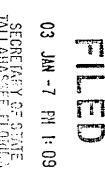
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Cordell and Associates, Inc. Heritage Bank Center, Suite 260 100 Corridor Road S.

Ponte Vedra Beach, FL 32082

Bus: (904) 273-0550 Fax: (904) 273-6516



December 12, 2002

Division of Corporations P.O. Box 6327 Tallahassee, Fl. 32314

To Whom It May Concern,

I have enclosed the form to change several articles of incorporation for Cordell & Associates, Inc. I have also included a check for the filing fee as well as a Certified copy of the amendment. Please direct any correspondence to:

David M. Lockett 12518 Highview Drive Jacksonville, Fl 32225

I may be reached at (904)273-0550.

Sincerely,

David M. Lockett



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

December 30, 2002

CORDELL AND ASSOCIATES, INC. % DAVID M. LOCKETT 12518 HIGHVIEW DRIVE JACKSONVILLE, FL 32225

SUBJECT: CORDELL & ASSOCIATES, INC.

Ref. Number: P02000001735

We have received your document for CORDELL & ASSOCIATES, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

Please include Article XI on the first amendment, or it will have to be filed separately with an additional fee.

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) 245-6908.

Anna Chesnut Document Specialist

Letter Number: 102A00067787

FILED ARTICLES OF AMENDMENT 03 JAN -7 PM 1: 09 TO
ARTICLES OF INCORPORATION OF OF STATE OF STATE OF ORION

CORDELL & ASSOCIATES, INC.

(present name)

P02000001735

(Document Number of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article I The name of the Corporation shall be NOCATEE INSURANCE SERVICES, INC.

Article II The location of the principal office of the Corporation shall be 12518 Highview Drive, Jacksonville, Florida 32225

Article v The name and post office address of the officer or agent designated by the incorporators to receive subscriptions to the capital stock is David M. Lockett at 12518 Highview Drive, Jacksonville, Florida 32225

Article VI The name of the registered agent for service of process is David M. Lockett at 12518 Highview Drive, Jacksonville, Florida 32225. The address of the principal office, the registered agent's office and the registered office of the Corporation is 12518 Highview Drive, Jacksonville, Fl 32225.

Article VII The names and addresses of the ARTIST shareholders are as follows:

David M. Lockett

12518 Highview Drive Jacksonville, Florida 32225

13880 Deer Chase Place Jacksonville, Florida 32224 500 shares

Article VIII The name and address of the incorporator is as follows: Please delete Anticle I

David M. Lockett 12518 Highview Drive, Jacksonville, Florida 32225. IN its entirely

Article X The initial Board of Directors shall consist of two directors. The names and

addresses of the directors chosen are as follows:

David M. Lockett

Harry ter Mors

. .7

12518 Highview Drive, Jacksonville, Florida 32225

Harry ter Mors 13880 Deer Chase Place, Jacksonville, Florida 32225

If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

First: Amendment(s) Conthined

ARticle VI I hereby AM FAMILIAR with AND Accept the duties AND Responsibile
As registered agent fine said corporation/limited liability company.

DAVID M. Lockett Date

The NAMES AND Address of the officers Are as follows:

DAVID M. La Kett - President, Treasurer of Harry ter Mous - Vice Pin

12518 Highview Daive Scorethry 13880 Decr Chase Place

500 shares

THIRD:	The date of each amendment's adoption: 1-1-03
FOURTH	: Adoption of Amendment(s) (CHECK ONE)
Œ	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by(voting group)
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Q:	Signed this 12 day of December , 2002.
Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	DAVID M. LOCKEH (Typed or printed name)
	President
	(Tiue)