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SOUTHEAST BENEFITS, INC.

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ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION OF SOUTHEAST BENEFITS. INC.

The following provisions of the Articles of Amendment of the Articles of Incorporation of SOUTHEAST BENEFITS, INC., a Florida corporation, filed in Tallahassee, Florida, on March 27, 2006, be and they are hereby amended in the following particulars as more particularly set forth below:

1. That the Subchapter "S" election set forth in the original Articles of the corporation are hereby rescinded and the corporation shall be designated a Subchapter "C" Corporation.

The foregoing Amendment was adopted by the President of the Corporation on the 20th day of April, 2006.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 127 day of 127, 2006.

SOUTHEAST BENEFITS, INC., a Florida

corporation _

R. David Greer, President

STATE OF FLORIDA COUNTY OF MARION

Sworn to and subscribed before me this ISF day of April, 2006, By R.David Greer, as President, of SOUTHEAST BENEFITS, INC., a Florida corporation who is personally known to me.

Andrea M. Britton
Commission # D0344682
Expires August 8, 2008
Control for Fair Interacts are 2000057019