

P07000044/29

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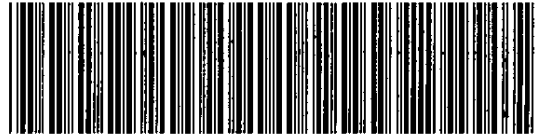
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*Amend
This*



805 Executive Center Drive West, Suite 300
St. Petersburg, Florida 33702-2407
Phone: 888-746-4275 x802

September 30, 2009

Florida Department of State
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Dear Sirs,

The attached two separate original Amended and Restated Articles of Incorporation and filing fee of \$70 for Ark Royal Insurance Company Document # P07000044129 are hereby submitted for filing. Amended Articles dated May 30, 2007 and August 24, 2007 are enclosed. A copy of each of the Articles is also attached so that it will be stamped and returned to:

Ann R. Worthington
Ark Royal Insurance Company
805 Executive Center Drive W. #300
St. Petersburg, FL 33702

Should you have any questions, please contact Ann R. Worthington, Ark Royal Insurance Company (888)746-4275 x802 or aworthington@arkroyalins.com.

Thanks you for your assistance in this matter.

Sincerely,

A handwritten signature in cursive script that reads "Ann R. Worthington".

Ann R. Worthington
Chief Financial Officer
Ark Royal Insurance Company

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
ARK ROYAL INSURANCE COMPANY**

The undersigned, as Chief Executive Officer of ARK ROYAL INSURANCE COMPANY, does hereby certify that the amendment provided for herein was adopted by the sole stockholder and the board of directors on the 30 day of May, 2007.

1. Name of Corporation: ARK ROYAL INSURANCE COMPANY.
2. Document Number: The document number of the Corporation is P07000044129.
3. Amendments Adopted:

(a) Article I is hereby amended and restated to read as follows:

"ARTICLE I
Name and Address

The name of this corporation is ARK ROYAL INSURANCE COMPANY. The principal office and mailing address of this corporation is 805 Executive Center Drive West, Suite 300, St. Petersburg, Florida 33702."

(b) Article III is hereby amended and restated to read as follows:

"ARTICLE III
Capital Stock

The corporation is authorized to issue 10,000 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be One Cent (\$0.01). The corporation shall not begin transacting business unless it achieves a capital surplus of \$5 million."

(c) Article VI is hereby amended and restated to read as follows:

"ARTICLE VI
Initial Board of Directors

The number of Directors constituting the initial Board of Directors of the Corporation shall be five (5), and the names and addresses of the persons sworn to serve as Directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

Prepared By:

Michael T. Cronin, Esq.
Johnson, Pope, Bokor, Ruppel & Burns, LLP
911 Chestnut Street
Clearwater, Florida 33756
(727) 461-1818
Bar No. 0469841

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<u>Name</u>	<u>Address</u>
Frank Peck	805 Executive Center Drive West Suite 300 St. Petersburg, FL 33702
Dennis G. Ruppel	911 Chestnut Street Clearwater, FL 33756
Craig H. Sher	5858 Central Avenue St. Petersburg, FL 33707
Robert H. Willis, Jr.	259 Third Street North St. Petersburg, FL 33701
Ann R. Worthington	805 Executive Center Drive West Suite 300 St. Petersburg, FL 33702"

4. Stockholder Approval: The sole stockholder entitled to vote on this Amendment approved such Amendment.

5. Other Provisions: All other articles and provisions of the Articles of Incorporation as originally filed on April 9, 2007 shall remain the same.

The undersigned has executed these Articles of Amendment on the 30 day of May, 2007.

ARK ROYAL INSURANCE COMPANY

By: 
Dennis G. Ruppel, CEO