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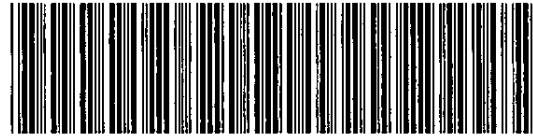
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TALLAHASSEE, FLORIDA

Handwritten signature

ROBERT B. COOK, P. A.
Attorney and Counselor at Law

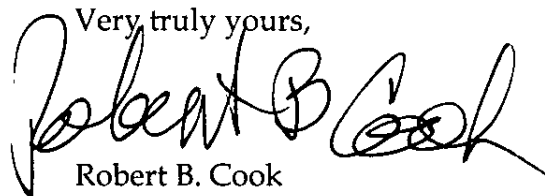
July 20, 2012

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Articles of Amendment, Orient Holding, Inc.

Gentlemen:

Please find enclosed the Articles of Amendment for Orient Holding, Inc. A check for \$43.75 is enclosed for the filing fee of an amendment, \$35.00, and \$8.75 for a certified copy of the Articles of Amendment.

Very truly yours,

Robert B. Cook



FILED
2012 JUL 23 PM 5:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

OF

ORIENT HOLDING, INC.

**ARTICLE I
AUTHORIZED SHARES**

The present authorized shares of stock of this company is 100,000,000 shares of \$0.01 per value.

**ARTICLE II
DATE OF FILING OF ARTICLES OF INCORPORATION**

The Articles of Organization of this company were filed with the Secretary of State of Florida on August 7, 2009.


**ARTICLE III
TEXT OF AMENDMENT**

The company shall have a second class of stock, Class A Preferred Stock, of which 100,000 shares shall be authorized.

**ARTICLE IV
DATE OF ADOPTION OF AMENDMENT**

This company, through its Board of Directors, adopted these Articles of Amendment on April 8, 2010.

The undersigned Directors have executed these Articles of Amendment on July 13, 2012.


A. G. Kehle, III, Chairman





RESOLUTION SERIES A PREFERRED STOCK

This Resolution of the Board of Directors of Orient Holding, Inc. (the "Company") is made as of this 8th day of April, 2010 (the "Resolution Date").

1. Authorization and Sale of Shares

A. Authorization

The Company hereby authorizes the establishment of 100,000 shares of Series A Preferred stock. The stock is \$1.00 par stock, having cumulative dividends, liquidation preferences, and is non-dilutable, as set forth in the Amendment to the Company's Articles of Incorporation, to be filed with the Secretary of State.

B. Sale of Shares

The Company will issue to the individuals named in Exhibit "A" hereto (the "Class A Shareholders") the indicated number of Shares of the Series A Preferred stock (the "Shares") for the purchase price of \$5.00 per Share.

C. Delivery

At the Closing under this Agreement, subject to the terms and conditions hereof, the Company shall deliver to the Class A Shareholders a certificate representing the Shares in exchange for payment of the purchase price.

2. Stock Structure of the Company

The authorized capital stock of the Company shall consist of two classes of stock:

- (a) 100,000,000 shares of common stock, with par value .01; and*
- (b) 100,000 shares of Series A preferred stock.*

3. Authorization

The Company, by and through its officers and directors, hereby authorize the issuance, sale, and delivery of the Shares of Series A Preferred Stock and the performance of all of the Company's obligations hereunder. This Resolution shall constitute a valid and legally binding obligation of the Company enforceable in accordance with its respective terms, subject to laws of general application relating to



bankruptcy, insolvency, and the relief of debtors and rules of law governing specific performance, injunctive relief or other equitable remedies. The Series A Preferred Stock will be validly issued and non-assessable, and will have the rights, preferences, and privileges described in this document; and the Shares will be free of any liens or encumbrances.

4. Certificate for Shares

The Company, at its sole cost and expense, shall deliver to the Class A Shareholders a certificate evidencing their ownership of the shares of Series A Preferred Stock, purchased by the Class A Shareholders pursuant to the terms hereof, duly executed by the Company.

5. Rights

The Company shall make a dividend payment to the Class A Shareholders on a quarterly basis, in their proportionate share of the 100,000 authorized shares, of 80% of the Company's net profits in the prior quarter. If the distribution in any quarter does not reach this level, then the Class A Shareholders shall have a preference on the next dividend distribution to first recover the unpaid dividend amount ahead of any distribution to other shareholders of the Company.

The Company shall not have the authority to establish any other class of stock, or issue additional Class A Preferred Stock, without the consent of 100% of the holders of the subject 100,000 shares of Class A Preferred Stock.

The Class A Shareholders shall have the exclusive right to elect directors of the Company, by a majority vote of the Class A Shareholders.

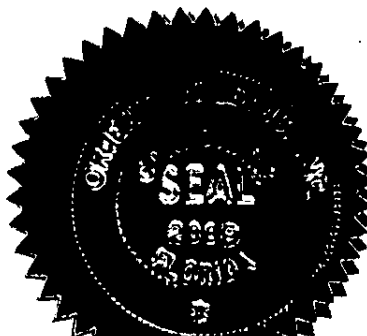
In the event of sale or liquidation of the Company, or any of its assets, the Class A Shareholders shall first have to approve same by a vote of not less than 75% of the Class A Shareholders, and they shall be entitled to 80% of the net proceeds to the Company as a result of the sale or liquidation.

The above and foregoing Resolution was adopted by a majority vote of the Board of Directors of the Company this 10th day of April, 2010.



President & CEO

A.G. Kehle, III



Orient Holding, Inc.

EXHIBIT "A"

Class "A" Preferred Stock Shareholders

[The following shares to be issued to the below named Class "A" Preferred Stock Shareholders]

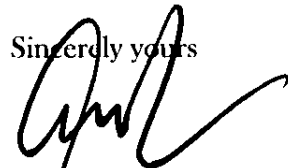
1) Anthony G. Kehle, III	61,918
2) Simon T. Owen	10,000
3) Frank J. Barbato	1,812
4) Peter S. Velardi	3,000
5) Paul V. Anjoorian	2,700
6) Robert B. Cook	3,000
7) C. Gerald Goldsmith	2,028
8) Paula M. Caramadre	<u>7,000</u>
	91,458

Forty percent (40%) of the profits of Lion Life Underwriting, Ltd. will be distributed to the owners of the Class "A" Preferred Stock, as determined by the percentage of their holdings of Orient Holding, Inc. common stock ownership. Thereafter the balance of the profits will be paid to all Orient Holding, Inc. shareholders, again according to their percentage of stock ownership.

Balance of LLU profits to be paid to all remaining Orient Holding, Inc. 8,542 %

The above approved this 13th day of July, 2012. In anticipation of your reply, I remain,

Sincerely yours



A. G. Kehle, III

Chairman

