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May 10, 1993

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HPR:dma
Enclosures
cc: Robert Brooks

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

BOB BROOKS INDEPENDENT AUTO INSURANCE, INC.

BOB BROOKS INDEPENDENT AUTO INSURANCE, INC., by its undersigned Director hereby amend its Articles of Incorporation and, pursuant to Florida Statutes, §607.187, file these Articles of Amendment thereto:

1. The name of the corporation is BOB BROOKS INDEPENDENT AUTO INSURANCE, INC..

2. The following amendment to Article I of the Articles of Incorporation has been duly adopted as provided by law, to wit:

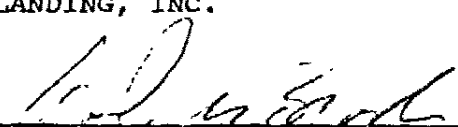
The name of the corporation shall be forthwith changed to BOB BROOKS INDEPENDENT AUTO INSURANCE OF BLANDING, INC.

3. This corporation shall be considered a "small business corporation," as defined in Section 1362 of the Internal Revenue Code of 1954, as amended to date, and the officers and directors of the corporation shall be authorized to make any and all necessary elections or filings as may be required by the Secretary of the Treasury to qualify as a small business corporation.

4. The amendments were adopted by the shareholder of the corporation on the 21st day of April, 1993.

IN WITNESS WHEREOF these presents have been executed and directed to be filed in accordance with law this 21st day of April, 1993.

BOB BROOKS INDEPENDENT AUTO INSURANCE
OF BLANDING, INC.

By: 
Robert M. Brooks, Director
Sole Director

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this ___ day of April, 1993, by Robert M. Brooks, Director of Bob Brooks Independent Auto Insurance of Blanding, Inc., a Florida corporation, on behalf of the Corporation.


Notary Public
My commission expires:

DAVID ALLEN
Notary Public
My commission expires: 3, 1995
Comm. No. 0022165