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BASIC AMENDMENT

REINSURANCE MANAGEMENT, INC.

Certificate of Status	0
Certified Copy	0
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AMEND
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DIVISION OF CORPORATIONS

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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF REINSURANCE MANAGEMENT, INC.**

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TALLAHASSEE, FLORIDA

Reinsurance Management, Inc., a Florida corporation (the "Corporation") hereby certifies as follows:

1. The Corporation hereby amends its Articles of Incorporation to change its authorized capital from ten thousand (10,000) shares of stock, at no par value, to twenty thousand (20,000) shares of stock, at no par value; and, in that regard, ARTICLE III CAPITAL STOCK of the Corporation's ARTICLES OF INCORPORATION is hereby deleted in its entirety and there is substituted in lieu thereof, also to be designated as ARTICLE III CAPITAL STOCK, the following material:

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is twenty thousand (20,000) at no par value.

2. The foregoing amendment shall become effective as of the close of business on the date these Articles of Amendment are approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the corporation laws of the State of Florida.

3. The amendment recited in Section 1 above has been duly adopted in accordance with the provisions of §§607.1005 and .1006, Florida Statutes, by all shareholders of the Corporation and all directors having executed a written statement, dated December 10, 1998, manifesting their intentions that the amendment be adopted.

4. The amendment recited in Section 1 above had been duly approved by all of the shareholders of the Corporation in accordance with the provisions of §607.1006, Florida Statutes, and the number of votes cast for the amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, Reinsurance Management, Inc. has caused these Articles of Amendment to be prepared under the signature of its President this 10th day of December, 1998.

Prepared by:
Alan M. Gordon
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Suite 220
Jacksonville, FL 32225
(904) 727-5088
Florida Bar 0085278

REINSURANCE MANAGEMENT, INC.



John H. Steinkamp,
President

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