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July 18, 2002

VIA OVERNIGHT DELIVERY

Department of State
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Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

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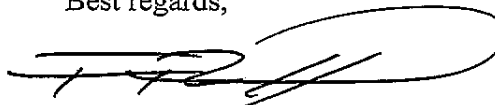
Re: Filing of Articles of Amendment for AlphaStar Insurance
Services Inc. (f/k/a Stirling Cooke Insurance Services Inc.)

Dear Sir or Madam:

Please find enclosed for filing with the Division the original and one (1) copy of duly executed Articles of Amendment to the Articles of Incorporation of AlphaStar Insurance Services Inc. (f/k/a Stirling Cooke Insurance Services Inc.). Also enclosed is our check in the amount of \$52.50 representing payment of (i) the \$35.00 filing fee, (ii) an \$8.75 fee for obtaining a certified copy of the Articles of Amendment, and (iii) an \$8.75 fee for obtaining a Certificate of Status. Please file the enclosed articles and return to my attention a certified copy of the same and a Certificate of Status for AlphaStar. My telephone number and address are located in the below letterhead, should you have any questions.

Thank you for your kind assistance in this matter.

Best regards,



Thomas R. Hrdlick

Enclosures

cc: Mary Ann Interlicchio (w/enc.)
James Lawless (w/enc.)
Kevin G. Fitzgerald (w/enc.)

V SHEPARD

JUL 29 2002

N/c

FOLEY & LARDNER
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CLIENT/MATTER NUMBER
089459-0108

001.1262777.1

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
ALPHASTAR INSURANCE SERVICES INC.
(F/K/A STIRLING COOKE INSURANCE SERVICES INC.)**

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Document Number of Corporation: P95000043026

Pursuant to Section 607.1006 of the Florida 1989 Business Corporation Act, these Articles of Amendment (“Amending Articles”) to the Articles of Incorporation of AlphaStar Insurance Services, Inc. (f/k/a Stirling Cooke Insurance Services Inc.), a Florida corporation (the “Corporation”), are executed by the President of the Corporation for the purpose of amending the Corporation’s Articles of Incorporation.

1. The name of the Corporation is AlphaStar Insurance Services Inc.
2. The text of the sole amendment adopted is as follows:

“ARTICLE FIRST—NAME OF CORPORATION

The name of the corporation is AlphaStar Insurance
Services Inc.”

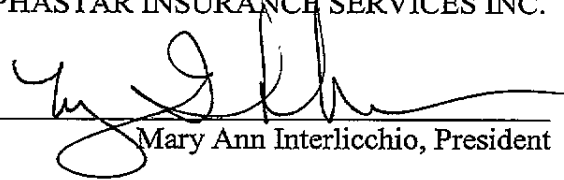
3. The amendment referenced in Section 2 of these Amending Articles was adopted on June 26, 2002.

4. The amendment referenced in Section 2 of these Amending Articles was approved by a Written Consent Action of the Sole Shareholder of the Corporation in accordance with the provisions of Section 607.0704 of the Florida 1989 Business Corporation Act, which was sufficient for approval.

Dated the ___ day of July, 2002.

ALPHASTAR INSURANCE SERVICES INC.

By

A handwritten signature in black ink, appearing to read 'Mary Ann Interlicchio', written over a horizontal line.

Mary Ann Interlicchio, President