P96000005015

Requestor's Name



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NEW FILINGS			
	Profit		
	NonProfit		
	Limited Liability		
	Domestication		
	Other		

	AMENDMENTS		
	Amendment		
	Resignation of R.A., Officer/Director		
Change of Registered A	Change of Registered Agent		
	Dissolution/Withdrawal		
	Merger		

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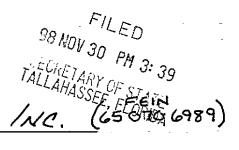
OTHER FILINGS
Annual Report
Fictitious Name
Name Reservation

REGISTRATION/ QUALIFICATION	
Foreign	
 Limited Partnership	
Reinstatement	
Trademark	
Other	

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Examiner's Initials	
Examiner's Initials	

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



THE BENEFITS DEPARTMENT,

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE #1 NAME: 401(K) GROUP, INCORPORATED

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 11/20/98

FOURTH: Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):