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375 Twelfth Avenue South Naples, Florida 34102 941 • 403 • 9500 Fax 941 • 403 • 9505

November 20, 1997

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

RE:

US Benefits, Inc. P97000016840

Dear Sir or Madam:

Please file the enclosed Articles of Amendment to Articles of Incorporation for the above referenced corporation. A check in the amount of \$35.00 is enclosed for the filing fee.

Thank you for your attention to this matter.

Very truly yours,

AF:tk Enclosure

Admitted in New York 25 Hopper Street Utica, New York 13501 315+797+6990 Fox 315 • 797 • 5320

0.K. fer K.B.

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION **OF** US BENEFITS, INC.



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: Article I - Name: The name of the corporation is hereby amended as follows:

BENEFITS CORPORATION OF AMERICA, INC.

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 the amendment's adoption is November 17, 1997. **FOURTH**: Adoption of Amendment(s) The amendment(s) was approved by the shareholders. The number of votes cast for the amendment(s) was sufficient for approval. The amendment(s) was approved by the shareholders through voting groups. "The number of votes cast for the amendment(s) was/were sufficient for approval by_ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required. Signed this 2) st day of Nounker