



HOWARTH, KEYS, MANLEY
& ASSOCIATES, INC.

Insurance Claim Consultants

P97000041144

July 12, 2001

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Howarth, Keys, Manley & Associates, Inc.
Amendment to Articles of Incorporation
Document Number P97000041144

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-07/16/01--01118--011
*****35.00 *****35.00

Dear Reader:

Please find enclosed a properly executed Articles of Amendment to change the name of the above-referenced corporation. I have also enclosed a copy of the Amendment, please stamp this copy "filed" and return it for records. Please return the letters to:

Howarth, Keys & Associates, Inc.
137 Third Avenue North
Franklin, Tennessee 37064

Thank you for your assistance in this matter.

Please feel free to call me at 615-550-5500 if you have any questions.

Sincerely,

Julie A Strong

Julie Strong
Business Manager

/js

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
HOWARTH, KEYS, MANLEY & ASSOCIATES, INC.**

Pursuant to Sections 607.1006 and 621.13 of the Florida Statutes, the undersigned corporation, HOWARTH, KEYS, MANLEY & ASSOCIATES, INC. (the "Corporation"), a Florida corporation organized and existing under and by virtue of the laws of the State of Florida, adopts the following Articles of Amendment to Articles of Incorporation.

1. Corporate Name. The name of the Corporation set forth in its amended Articles of Incorporation is Howarth, Keys, Manley & Associates, Inc.
2. Amendment Adopted. The amendment adopted provides for a change of the name of the Corporation.
3. Text of Amendment. Article I of the Articles of Incorporation is hereby amended by deleting such Article in its entirety and substituting in lieu of such Article the following new Article 1, which reads as follows:

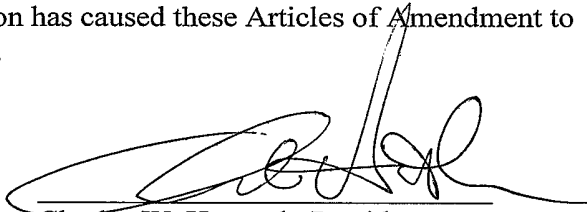
**ARTICLE I
NAME**

The name of the corporation shall be:

HOWARTH, KEYS & ASSOCIATES, INC.

4. Authorization of Amendment. The foregoing amendment was adopted on July 12, 2001, by written consent of the directors and shareholders of the Corporation by a vote sufficient for approval of such amendment.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed on this 12 day of July, 2001.


Charles W. Howarth, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA