

MADIO AND COMPANY

MANAGING GENERAL AGENCY

P97000053800

May 12, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32399

FILED
98 MAY 14 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Subject: Madio & Company MGA, Inc.
Reference Number:

300002523479--1
-05/14/98-01061-009
*****35.00 *****35.00

Gentlemen:

Attached are Articles of Amendment to Articles of Incorporation and our check in the amount of \$35 for filing fee.

Sincerely,



Russ R. Madio
President

RRM:sgb
Enc.

Amend.

VS MAY 20 1998

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

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Madio & Company MGA, Inc.

Article II is hereby amended to read as follows:


ARTICLE II - NATURE OF BUSINESS

The Corporation may engage in or transact any and all lawful business within and outside the State of Florida including engaging as an agent, managing general agent and/or broker, in all classes of insurance now or hereafter permitted by statute in any state(s) where the Corporation does business.

Shareholder approval not required for this action.

Approved and adopted this 5th day of May, 1998 by
the Board of Directors of MADIO & COMPANY, MGA,
INC.

By: _____


Russ R. Madio,
President and Secretary