

P97000067044

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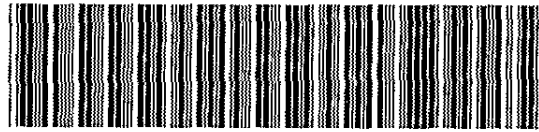
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STEEL HECTOR & DAVIS LLP
Requestor's Name

215 S. MONROE ST. SUITE 601
Address

TALLAHASSEE 32301 222.2300
City/State/Zip Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. FRONTLINE INSURANCE MANAGERS INC. P97000067044
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
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<input type="checkbox"/>	Other

IF YOU HAVE ANY QUESTIONS PLEASE
CONTACT ELIZABETH GLEATON AT
222.2300.

THANK YOU.

STEEL ■
HECTOR
■ DAVIS
INTERNATIONAL™

Steel Hector & Davis LLP
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850.222.2300
850.222.8410 Fax
www.steelhector.com

Gary P. Timin
gtimin@steelhector.com

April 2, 2003

VIA MESSENGER

Florida Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

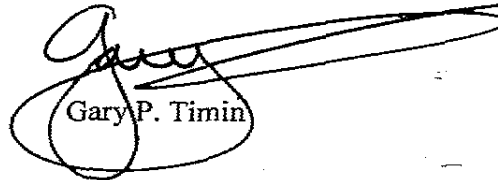
Re: Frontline Insurance Managers Inc.
Document No. P97000067044
Amendment to Articles

Dear Sir or Madam:

Enclosed please find the executed original and two photocopies of Amendment to the Amended and Restated Articles of Incorporation of the referenced Florida corporation, together with our firm's check in the amount of \$52.50.

Please file the amendment and return two (2) certified copies thereof to the undersigned. Our messenger will retrieve the certified copies when they are available. Feel free to call me or my assistant, Pamela Vaught, with any questions.

Sincerely yours,



Gary P. Timin

Enclosures

TAL_1998 45167v1

**AMENDMENT TO THE AMENDED AND RESTATED ARTICLES OF
INCORPORATION OF FRONTLINE INSURANCE MANAGERS INC.**

1. Frontline Insurance Managers Inc. (the "Corporation") was incorporated in accordance with the Florida Business Corporation Act (the "Act") on August 4, 1997. The Florida Department of State ("Department") assigned its articles of incorporation document number P97000067044. Articles of Amendment were filed on October 17, 1997, and Amended and Restated Articles of Incorporation were filed on January 28, 1998.

2. All necessary corporate actions, including without limitation action pursuant to section 607.1003 of the Act, have been taken to approve and adopt the amendments to the Amended and Restated Articles of Incorporation that are set forth in this Amendment and to authorize its filing with the Department. This Amendment shall be effective as soon as it is filed by the Department.

3. NOW, THEREFORE, the Corporation's Amended and Restated Articles of Incorporation, as now in effect, are hereby amended as follows.

FIRST AMENDMENT

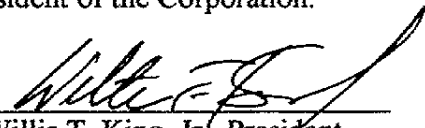
The first sentence of Article III, titled "Authorized Stock," is amended by deleting therefrom the number "1,000" and substituting therefor the number "100,000".

SECOND AMENDMENT

Article VII, entitled "Director," is hereby deleted in its entirety. Article VIII, entitled "Transactions In Which Directors Or Officers Are Interested," is renumbered Article VII. Article IX, titled "Indemnification of Directors and Officers," is renumbered Article VIII.

4. The foregoing Amendment to Amended and Restated Articles of Incorporation was duly adopted and approved by the Corporation's Board of Directors and by its sole shareholder, acting by unanimous written consent, effective on March 19, 2003. All presently outstanding shares of the Corporation's stock were voted in favor of this Amendment, and such vote is sufficient for approval thereof.

IN WITNESS WHEREOF, the Corporation has caused this Amendment to Amended and Restated Articles of Incorporation to be executed by the undersigned on this 26 day of March, 2003, duly authorized hereunto, in his capacity as president of the Corporation.



Willis T. King, Jr., President
Frontline Insurance Managers Inc.

FILED
03 APR - 2 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF NEW JERSEY

COUNTY OF UNION

I hereby certify that on this [26TH] day of March, 2003, before me an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Willis T. King, Jr., the President of Frontline Insurance Managers Inc., a Florida corporation, on behalf of the corporation, who [☒] is personally known to me, or [☐] has produced [] as identification, and he acknowledged before me that he executed the foregoing document as his free act and deed on behalf of said corporation and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid as of this [26TH] day of March, 2003.

Dana Gaffner
Notary Public, State of _____
Printed Name of Notary:
My Commission No.: 2290927
My Commission Expires:

DANA GAFFNER
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 8/19/2007

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