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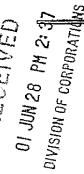
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BASIC AMENDMENT

EAGLE INSURANCE GROUP, INC.

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06/28/2001 M4ST:10 TO. BZ NAC

ARTICLES OF AMENDMENT ARTICLES OF INCORPORATION OF EAGLE INSURANCE GROUP, INC. a Florida corporation

ON THE SERVICE Pursuant to the provisions of 607.1006, Florida Statutes, Eagle Insurance Group, Inc., a corporation organized and existing under the laws of the State of Florida, under certificate number P98000008937 filed in the office of the Secretary of State on January 28, 1998, hereby amends its Articles of Incorporation as follows:

FIRST:

Article IV of the Articles of Incorporation is amended to read as follows:

ARTICLE IV

The Corporation is authorized to issue Five Hundred Thousand (500,000) shares of stock in the aggregate, which shares shall be a single class of no par common stock.

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

These Articles of Amendment to the Articles of Incorporation were adopted and THIRD: approved by the shareholders of the Corporation on February 1, 2000. The number of votes cast by the shareholders for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President of this corporation has executed these Articles of Amendment this 11th day of June, 2001.

GLE INSURANCE GROUP, INC.

a Florida corporation

chmelzle.

Articles of Amendment.doc 6/11/0I

Audit No. H0100077314 2

STATE OF FLORIDA)

COUNTY OF COLLIER)

BEFORE ME, the undersigned authority, personally appeared GEORGE C. SCHMELZLE, and he acknowledged that he executed the foregoing Articles of Amendment for the uses and purposes therein expressed. GEORGE C. SCHMELZLE is (X) personally known to me or () presented his driver's license as identification.

WITNESS my hand and seal this 11th day of June, 2001.

Notary Public

DIANA L. TURNEN Notary Public, State of Horida My Comm. Exp. July. 25, 2002 Comm. No. CC 756168

Articles of Amendment.doc 6/11/01