8000026449 ATLANTIC PREFERRED MANAGEMENT COMPANY

August 31, 1998

Thelma Lewis					
Corporate Specialist Supervisor		400	000264	45243	
Division of Corporations			*****35		
P O Box 6327	 	• • •			
Tallahassee, FL 32314	 				

Dear Ms. Lewis:

Thank you for explaining the requirements for changing the Officers listed with the Department of Corporations. As you requested in your letter dated August 26, 1998, please find the Articles of Amendment to the Articles of Incorporation for Atlantic Preferred Management Company and a \$35.00 check for the filing fee.

Thanks again for helping resolve this matter.

Sincerely,

Tom James Exec. Assistant

enclosures

Amero. 9-25-98

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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION OF

ATLANTIC PREFERRED MANAGEMENT COMPANY

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Pursuant to the provisions of section 607,1006, Florida Statutes, the Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (include article number(s) being amended, added or deleted)

Article_XIII

The Corporation shall have the following officers:

Roberto J. HopkinsChairman and CEOJerry E. HagoodPresidentLois Rakus KeefeSenior V.P. and SecretaryMichael L. ToffoliExecutive V.P. and Treasurer

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 each amendment's adoption: July 1, 1998.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes case for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).

"The number of votes cast for the amendment(s) was/were sufficient for approval by

- X 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 154 1111 1998. day of Signature (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders).

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

LOIS RAKUS KEEFE
Typed or printed name
DIRECTOR
Title