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DIRECT LINE, INC.

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SECRETARY 1
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**AMENDMENT TO ARTICLES OF INCORPORATION OF
DIRECT LINE, INC.**

This Amendment to Articles of Incorporation ("Amendment") of Direct Line, Inc., a Florida corporation ("Corporation"), is made effective as of Oct. 19, 2015 executed by Joseph Akra and James R. Davis the sole shareholders and directors of the Corporation ("Shareholders" and/or "Directors").

RECITALS

A. The Corporation was formed pursuant to Articles of Incorporation filed with the Secretary of State of the State of Florida effective May 12, 1998 ("Articles").

B. The Articles of the Corporation were made and adopted by the Shareholders.

C. The Shareholders (or their affiliates), entered into that certain Stipulation of Settlement on the 26th day of January, 2015 ("Settlement Agreement") by and between FAR 2, LLC, a Florida limited liability company ("Secured Party") and Joseph P. Akra and James R. Davis ("Borrower"), and the Corporation as Debtor in connection with those certain bankruptcy cases in the United States Bankruptcy Court, Southern District of Florida, Case No., 14-37639-JKO and Case No.: 14-37641-JKO, and the Shareholders and Directors have agreed, in order to satisfy certain conditions respecting the Settlement Agreement, to amend the Articles as more particularly set forth below.

NOW, THEREFORE, for and in consideration of the foregoing recitals and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged it is hereby agreed as follows:

1. A new Article VII is hereby added to the Articles as follows:

Article VII – Performance of Obligations.

- a) Until the obligations owed to the Secured Party under the Settlement Agreement and documents executed in connection thereto ("Settlement Documents") have been paid and performed in full, the Corporation agrees not to, without the written consent of the Secured Party, sell, pledge, transfer or encumber the equity interests in the Corporation, other than transfers permitted under the Settlement Documents.

2. The Articles, as amended by this Amendment, remain in full force and effect. To the extent of any inconsistency between the terms of the Articles and this Amendment, then the terms of this Amendment shall control to the extent of such inconsistency. In all other respects the Articles remain in full force and effect, without amendment.

[SIGNATURES FOLLOW ON NEXT PAGE]

IN WITNESS WHEREOF, this Amendment is executed as of this 19 day of OCTOBER, 2015.

WITNESSES:

Angela Garcia
Pamela L Wittle

DIRECT LINE, INC.

By: James R. Davis
Name: James R. Davis
Title: President
Date: 10/19/15

DIRECTORS

Angela Garcia
Pamela L Wittle
Angela Garcia
Pamela L Wittle

By: James R. Davis
Name: James R. Davis
Date: 10/19/15
By: Joseph P. Akra
Name: Joseph P. Akra
Date: 10/19/15

SHAREHOLDERS

Angela Garcia
Pamela L Wittle
Angela Garcia
Pamela L Wittle

By: James R. Davis
Name: James R. Davis
Date: 10/19/15
By: Joseph P. Akra
Name: Joseph P. Akra
Date: 10/19/15