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September 3, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
98 SEP -8 AM 8:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Beauca Insurance, Inc.

200002633752--5
-09/08/98--01070--012
*****87.50 *****87.50

Gentlemen:

Enclosed please find original and one copy of Articles of Amendment to the Articles of Incorporation of Beauca Insurance, Inc. Also enclosed is check in the amount of \$87.50 to cover filing fee of \$35.00 and certified copy fee of \$52.50.

Thank you for your assistance in this matter.

Very truly yours,

Andre' R. Fournier by *jec*

ANDRE' R. FOURNIER, ESQ.

ARF:jec

Enclosures as noted

N.C.

9-16-98

CC

ARTICLES OF AMENDMENT TO THE ARTICLES
OF INCORPORATION
OF

BEAUCA INSURANCE, INC

FILED
98 SEP -8 AM 8:08
TALAHASSEE, FLORIDA
SECRETARY OF STATE

Pursuant to the provisions of Section 607.181 of the Florida General Corporation Act, the Article of Incorporation and the By-Laws adopted by the Board of Director(s), the undersigned corporation adopts the following **ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION**:

1. The following amendments of the Articles of Incorporation were adopted by the Board of Directors, (no shares have been issued), of the Corporation on September 2nd, 1998, in the manner prescribed by the Florida General Corporation Act:

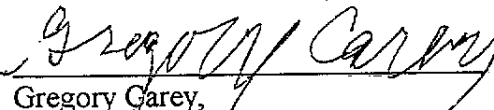
a. **ARTICLE I** shall be amended to read that the name by which the corporation shall be known as:

ALL CITY INSURANCE BEAUCA, INC.

2. The number of shares of the corporation outstanding at the time of adoption was **NONE**.

Dated on this the 2nd day of September, 1998.

**ALL CITY INSURANCE BEAUCA, INC. f/k/a
BEAUCA INSURANCE, INC.,**


Gregory Carey,
Incorporator, Subscriber, Director


STATE OF FLORIDA

SS

COUNTY OF DADE

BEFORE ME the undersigned authority, personally appeared **GREGORY CAREY**, who to me is well known to be the person described in and who subscribed the above Articles of Amendment to the Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the use and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Miami, in the said County and State this 2 day of September, 1998.


Notary Public, State of Florida
at Large



"OFFICIAL SEAL"
Monica E. Delgado
My Commission Expires 3/26/2000
Commission #CC 542850