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Requester's Name

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

- 1. _____
(Corporation Name) (Document #)
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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Amend

VS FEB 1 1999

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
UNITED INSURANCE HOLDINGS, INC.

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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 VII, Section 1

The Corporation shall have the following four (4) directors, all of whom are United States citizens and all of whom are over the age of eighteen. The names and residence street addresses of the directors, whose initial terms of office shall be for one year, are:

Greg C. Branch	1501 S.W. 42nd Street Ocala, FL 34470
David K. Davis, M.D.	1680 Fairway Avenue South St. Petersburg, FL 33712
William A. Eickoff	415 15th Avenue, N.E. St. Petersburg, FL 33704
Mark S. Berset	1226 Serpentine Dr. S. St. Petersburg, FL 33705

Article IX

The shareholders of the corporation shall have a preemptive right to acquire shares of the corporation on a pro rata basis. All shareholder's preemptive rights shall be governed by an Agreement executed by all current and future shareholders.

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: December 10, 1998.

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

The amendment(s) was/were approved by the shareholders. The number of votes cast 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 _____"

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 22 day of Dec, 1999.

Signature

[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)

GREG C. BRANCH

Typed or printed name

DIRECTOR

Title