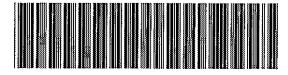
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CR2E031(7/97)

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION OF NEW AMERICA INSURANCE COMPANY

Pursuant to Sections 628.101 and 607.1006, Florida Statutes, the New America Insurance Company (the "Corporation") hereby amends the Articles of Incorporation of the Corporation according to the Articles of Amendment as follows:

FIRST: Article VI of the Articles of Incorporation of the Corporation is amended in the entirety to read as follows:

The Corporation shall at any time have not less than five (5) directors, all of whom shall be United States citizens and all of whom shall be over the age of eighteen (18). The initial term of office of the directors shall not be for more than one (1) year after the date of incorporation.

SECOND: The foregoing amendment was approved unanimously by all of the Corporation's Shareholders on Array 2001.

IN WITNESS WHEREOF, the undersigned, President of New America Insurance Company has executed the foregoing Articles of Amendment of the Corporation's Articles of Incorporation this 12th day of September 2002.

STATE OF Floures:

NEW AMERICA INSURANCE COMPANY

BY COUNTY OF FIVE US:

NEW AMERICA INSURANCE COMPANY

BY COUNTY OF Floures:

SS.

The foregoing instrument was acknowledged before me this 12th day of Supkyture, 2002, by 14161 T. Ithis bard who is personally known to me or who has produced as identification.

My commission expires:

Signature of Acknowledger

PAMELA FALCION

Typed/Printed Name of Acknowledger