



American Select
INSURANCE MANAGEMENT
CORPORATION

P99000015696

January 28, 2000

FILED
00 FEB -1 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Cheryl Coulliette
Document Specialist
Florida Department of State
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Amendment of Articles of Incorporation to
American Select Insurance Management Corp.

Dear Ms. Coulliette:

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*****35.00 *****35.00

Enclosed for filing please find the Articles of Amendment of Articles of Incorporation to American Select Insurance Management Corp. and a check in the amount of \$35.00 in payment of the filing fee. Kindly send us a certification with a copy of the Articles of Amendment once the filing is processed.

Thank you for your attention to this matter.

Sincerely,

William S. Baermann
Legal Counsel

cc: James O. Bowles
Paul J. Klimczak

RECEIVED
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DIVISION OF CORPORATIONS

Amend NC

T. LEWIS FEB 1 2000

ARTICLES OF AMENDMENT
To
ARTICLES OF INCORPORATION
Of
AMERICAN SELECT INSURANCE MANAGEMENT CORP.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

American Select Insurance Management Corp. adopts the following articles of amendment to its articles of incorporation in accordance with section 607.1006 of the Florida Statutes:

- First: Amendment Adopted: Change of Name to: American Select Insurance Management Corporation.
- Second: Amendment Adopted: Add the following to ARTICLE IV after the first sentence:
- Each holder of common stock shall be entitled to one vote for each share of common stock held on all matters as to which shareholder action is permitted or required and shall have all other rights of shareholders of the Corporation. In addition to the shares of common stock, the Corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value Class B Non-Voting Common Stock. The holders of Class B Non-Voting Common Stock shall have all of the rights as do the holders of the common stock, except that the holders of Class B Non-Voting Common Stock shall have no right to vote on any matter of the Corporation and shall have no rights which are related to, dependent upon, or contingent upon the right to vote. The Class B Non-Voting Common Stock may be issued subject to substantial risk of forfeiture or any other restriction allowed by law.
- Third: This amendment shall be effective January 1, 2000.
- Fourth: Adoption of these Articles of Amendment was approved by the shareholders. The number of votes cast for the amendments was sufficient for approval.

American Select Insurance Management Corp.

By: James O. Bowles
James O. Bowles
President