P99000773443

FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

September 17, 1999

John L. Maloney, Esquire 3663 Central Avenue St. Petersburg, FL 33713

SUBJECT: BABY BOOMERS INSURANCE GROUP, INC.

Ref. Number: P99000077242

400002998034--5 -09/27/99--01133--004 ******43.75 ******43.75

We have received your document for BABY BOOMERS INSURANCE GROUP, INC.. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

Please return a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6901.

Susan Payne Senior Section Administrator

Letter Number: 099A00045872

Amendment

R PAYNE SEP 27 199

99 SEP 27 AM IO: 34



John L. Maloney ATTORNEY AT LAW

September 10, 1999

Secretary of State Bureau of Corporate Records Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Incorporation of BABY BOOMERS INSURANCE GROUP, INC.

Dear Sir:

Enclosed please find the original and one copy of the Amended Articles of Incorporation of the above named corporation. Also enclosed is a check in the amount of \$43.75 for the filing fee and a certified copy.

Please process this at your earliest convenience and return the certified copy of the Amendment in the enclosed self-addressed, stamped envelope.

If you have any questions, please do not hesitate to call.

ery truly yours,

John L's Maloney, Esquire

Enclosures

FILED

AMENDED ARTICLES OF INCORPORATION

BABY ROOMERS INCORPORATION FOR BABY BOOMERS INSURANCE GROUP, INC. SECRETARY OF STATE TALLAHASSEE, FLORIDA

By action of all the shareholders entitled to vote thereon at a specially called meeting of the shareholders held September 10, 1999 at the corporate offices of Baby Boomers Insurance Group, Inc., (the "Corporation") it was resolved and approved as of September 10, 1999 by a majority of the shareholders entitled to vote thereon to amend the Articles of Incorporation of the Corporation. There is only one classification of stock entitled to vote and a sufficient number of votes for the amendment to the Articles of Incorporation were made by the shareholders entitled to vote.

The amendment to the Articles of Incorporation only deletes Article XIV, PREEMPTIVE RIGHTS, and otherwise there are no changes to the Articles of Incorporation, all other ARTICLES keeping their ___ same number as originally filed.

Baby Boomers Insurance Group, Inc.

AMENDED ARTICLES OF INCORPORATION.

OF

BABY BOOMERS INSURANCE GROUP, INC.

ARTICLE XIV

PREEMPTIVE RIGHTS

Article XIV is hereby deleted in its entirety.

The being no other changes to the Articles of Incorporation, the undersigned executes these Amended Articles of Incorporation this 10th day of September, 1999.

Larry Franklin, President

Larry Franklin, Secretary

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing Amended Articles of Incorporation were acknowledged before me this /O day of September, 1977, by

Larry Franklin who is personally known to me or who has produced

as identification and who did/did not take an oath.

*CC 640279

*CC 640279

*Congression of the control of the control

Printed Name: / Notary Public Serial Number, if any:

Page 2 of 2 ...