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TALLAHASSEE, FLORIDA

Anchor Insurance Group, Inc.

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-11/17/00--01083--002
*****43.75 *****43.75

November 9, 2000

Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

RE: Amendment and Restatement of Articles of Incorporation
Numb: P99000098979

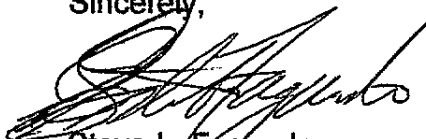
Dear Sir/Madam

Enclosed please find a Check # 895 in the amount of \$43.75, please remit the following:

➤ Certified copy of the Amendment.

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

Sincerely,



Steve L. Fagundo
President

Amend
11-29-00
PMS

Enclosures

DGL/sd

**AMENDMENT AND RESTATEMENT OF
ARTICLES OF INCORPORATION
OF**

Anchor Insurance Group, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provision of section 607.1006, 607.1007 and 607.1003 Florida Statutes, all shareholders and directors of the corporation have unanimously approved and adopted the amendment and restatement of the articles of Incorporation in their entirety pursuant to a vote. The number of votes cast for the amendments was sufficient for approval which was executed by all owners of the shares of the common stock and all directors of the Corporation on November 01, 2000, the Articles of Incorporation are hereby amended and restated as follows:

Article I. Name

The name of this corporation is Anchor Insurance Group, Inc.

Article II. Principal and Registered Office and Agent

The principal office and mailing address of the corporation and the street address of the Registered Agent is 13311 SW 42 Street, Miami, Florida 33175.
The Registered Agent is Esteban L. Fagundo

Article III. Capital Stock

This corporation is authorized to issue 100 shares of \$1.00 per share par value common stock.

Article IV. Board of Directors

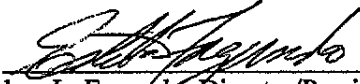
All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the board of directors. There shall be at least one director.

Signed at Miami, Dade County Florida, on November 01, 2000.

Attest:

Anchor Insurance Group, Inc.

By:



Esteban L. Fagundo, Director/President/Vice-
President/Secretary/Treasurer