WALKER, KOEGLER & DILLINGHAM
ATTORNEYS AND COUNSELORS AT LAW

JAMES V. WALKER
PHILLIP I. DILLINGHAM
RANDAL C. FAIRBANKS

STEVEN C. KOEGLER
(OF COUNSEL)

217 Ponte Vedra Park Drive
Ponte Vedra Beach, Florida 32082
(904) 285-3204 Facsimile (904) 280-8965
E-Mail jvw@w-k.com

10151 Deerwood Park Boulevard
Building 200, Suite 250
Jacksonville, Florida 32256-0959
(904) 998-9800

PLEASE REPLY TO:
P.O. Box 676
Ponte Vedra Beach, FL
32004-0676

S48131

December 23, 1997

Attention: Amendments Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

900002388589--1
-01/02/98--01080--005
****35.00 ****35.00

Re: Dimension Brokerage Services, Inc.

Ladies and Gentlemen:

Enclosed is an original Certificate of Amendment to the Articles of Incorporation to be filed in the Secretary of State's office on behalf of the above corporation. Also enclosed are a copy of the Amendment to be file stamped by your department and returned to us and our check for $35.00 to cover filing fees.

If you have any questions concerning this document, please contact me.

Very truly yours,

WALKER, KOEGLER & DILLINGHAM, P.A.

Kerri K Johnson

Kerri K. Johnson
Legal Secretary to Phillip I. Dillingham

kkj
Enclosures

FILED
98 JAN -2 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DMC 1-8-98

Name Change

FILED
98 JAN -2 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
DIMENSION BROKERAGE SERVICES, INC.

Dimension Brokerage Services, Inc., a Florida corporation, under its corporate seal and under the hand of its President and Secretary, hereby certifies that:

The following amendment was adopted on December 22, 1997, by the affirmative vote of the Shareholders of a majority of the shares entitled to vote on the amendment, in accordance with Florida Statutes Section 607.1003 (1996). The number of votes cast was sufficient for approval.

RESOLVED, that the Articles of Incorporation be amended in the following particulars: Article I will be deleted and the following language inserted in its place:

ARTICLE I.

The name of the Corporation will be Insurance Resource Alliance, Inc.

FURTHER RESOLVED, that the President and Secretary be, and they hereby are, authorized and directed to file a Certificate of Amendment with the State of Florida Division of Corporations to effectuate such amendment.

DIMENSION BROKERAGE SERVICES, INC.

By: [signature] Pres/Sec
Rodney W. Binczak
President and Secretary

STATE OF FLORIDA)

COUNTY OF DUVAL)

The foregoing Certificate of Amendment was acknowledged before me this 22 day of December, 1997, by **Rodney W. Binczak, who is the President and Secretary of Dimension Brokerage Services, Inc.** and who is personally known to me or who has produced identification.

[signature] Mary Jane Morales
Notary Public, State of Florida at Large
Notary's Stamped or Printed Name:
My commission expires:

MARY JANE MORALES
MY COMMISSION # CC 610917
EXPIRES: April 28, 2001
Bonded Thru Notary Public Underwriters

X Personally known.

______ Produced ____________ as identification.

G:\4792\AMEND.ART