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RICHARD E. STRAUGHN
MARK G. TURNER

JACK STRAUGHN
(1925-2000)

V42373

May 4, 2001

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-05/09/01--01095--018
*****43.75 *****43.75

RE: Amendment to Articles of Incorporation for
Advantage Insurance Agency, Inc.,
now known as F. L. McKinney, Inc./
Our File No.: 4527/001

Dear Sir:

Enclosed for filing in connection with the above-referenced matter, please find the Amendment to the Articles of Incorporation, together with our firm's check made payable to the Florida Department of State, in the total amount of \$43.75 which represents the filing fee of \$35.00, and \$8.75 which represents the cost for a certified copy of the Articles of Amendment.

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

Sincerely yours,

STRAUGHN, STRAUGHN & TURNER, P.A.

Mark G. Turner
MARK G. TURNER

FILED
01 MAY -9 PM 3:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MGT/djb
enclosures

mckinney.adv\letter\fladept.nam

T BROWN MAY 16 2001

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

ADVANTAGE INSURANCE AGENCY, INC.

FILED
01 MAY -9 PM 3:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. RESOLVED, that Article I of the Articles of Incorporation of ADVANTAGE INSURANCE AGENCY, INC., be amended to read as follows:

ARTICLE I. NAME

The name of this corporation is F. L. MCKINNEY, INC.

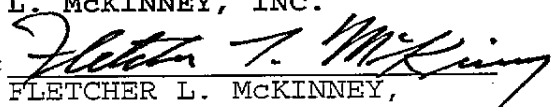
2. There are no members entitled to vote on this amendment.

3. The foregoing amendment was adopted by all of the directors and stockholders of ADVANTAGE INSURANCE AGENCY, INC., now known as F. L. MCKINNEY, INC., on this 4th day of May, 2001.

IN WITNESS WHEREOF, the undersigned President and Secretary of F. L. MCKINNEY, INC., have executed these articles of amendment this 4th day of May, 2001.

F. L. MCKINNEY, INC.

BY:


FLETCHER L. MCKINNEY,
President and Director

(CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF POLK

Before me, the undersigned authority personally appeared FLETCHER L. MCKINNEY, as President, of ADVANTAGE INSURANCE AGENCY, INC., now known as F. L. MCKINNEY, INC., who is personally known to me and being first duly sworn, he

acknowledged to me that the statements contained in the foregoing Articles of Amendment by him subscribed are true and correct and he has executed same as the President of ADVANTAGE INSURANCE AGENCY, INC., now known as F. L. MCKINNEY, INC.

Witness my hand and official seal at Winter Haven, Florida, this 4th day of May, 2001.



Deborah J. Babcock
MY COMMISSION # CC743007 EXPIRES
June 23, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

Deborah J. Babcock
Notary Public, State of Florida
My Commission Expires:

The undersigned constituting all of the directors of ADVANTAGE INSURANCE AGENCY, INC., now known as F. L. MCKINNEY, INC., hereby consent to the above and adopt the above and foregoing Articles of Amendment dated this 4th day of May, 2001.

Fletcher L. McKinney
FLETCHER L. MCKINNEY,
President and Director

CERTIFICATE OF AMENDMENT TO
ARTICLES OF INCORPORATION OF

ADVANTAGE INSURANCE AGENCY, INC.

I, the undersigned, do hereby certify:

1. That I am the duly appointed and acting President of
ADVANTAGE INSURANCE AGENCY, INC..

2. The following Resolution amending the Articles of
Incorporation was adopted by the Stockholders and Directors of the
Corporation on May 4, 2001, (a copy of the Stockholders
and Directors Consent is attached hereto and incorporated herein by
reference) in the manner prescribed by the Florida General
Corporation Act:

"Resolved that the Articles of Incorporation of ADVANTAGE
INSURANCE AGENCY, INC., shall be, and the same hereby are
amended by striking the words, "The name of the
Corporation is ADVANTAGE INSURANCE AGENCY, INC.", from
Article I, thereof and by adding the words: "The name of
the Corporation is F. L. MCKINNEY, INC.

IN WITNESS WHEREOF, I have hereunto subscribed by name and
affixed the seal of the Corporation on the 4th day of
May, 2001.

ADVANTAGE INSURANCE AGENCY,
INC., INC.

By:

Fletcher L. McKinney
FLETCHER L. MCKINNEY,
President

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME, the undersigned authority, this day personally
appeared FLETCHER L. MCKINNEY, to me known to be the person
described in, or who did produce _____
as identification, who did not take an oath, and who executed the
foregoing Certificate of Amendment to Articles of Incorporation of
ADVANTAGE INSURANCE AGENCY, INC., and he acknowledged before me
that he executed the same freely and voluntarily for the uses and
purposes therein expressed.

DATED this 4th day of May, 2001.

Deborah J. Babcock
Deborah J. Babcock Notary Public
My Commission Expires:



Deborah J. Babcock
MY COMMISSION # CC743007 EXPIRES
June 23, 2002
BONDED THRU TROY FAIR INSURANCE, INC.