

Esborn & Self, P.A.

54

BK1696 P1408

STATE OF  
NORTH  
CAROLINA



Department of The  
Secretary of State

To all whom these presents shall come, Greeting:

I, Rufus L. Edmisten, *Secretary of State of the State of North Carolina*, do hereby certify the following and hereto attached ( 3 sheets) to be a true copy of

ARTICLES OF AMENDMENT

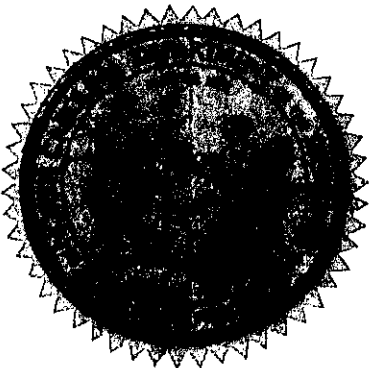
OF

B & A INSURANCE INVESTMENTS, INC.

and the probates thereon, the original of which was filed in this office on the 29th day of June, 1990 after having been found to conform to law.

In Witness Whereof, I have hereunto set my hand and affixed my official seal.

Done in Office, at Raleigh, this 29th day of June in the year of our Lord 1990.



*Rufus L. Edmisten*

Secretary of State

ARTICLES OF AMENDMENT

BK1696 P1409

Of

B & A Insurance Investments, Inc.

The undersigned corporation hereby executes these Articles of Amendment for the purpose of amending its charter:

DOCUMENT #402590

DATE 08/29/90 TIME 15:31

1. The name of the corporation is B & A Insurance Investments, Inc.

FILED

RUFUS L. EDMISTEN

2. The following amendments to the charter of the corporation were adopted by its shareholders on the 27th of June, 1990, in the manner prescribed by the law:

SECRETARY OF STATE

NORTH CAROLINA

"12. To the fullest extent permitted by North Carolina General Statutes Section 55-19 and all other applicable provisions of the BUSINESS CORPORATION ACT, as the same now exists, the Corporation shall indemnify all persons serving as officers or directors of the Corporation, or in both such capacities, against all liability and litigation expense, including but not limited to reasonable attorneys' fees, arising out of their status as such or their activities in any of the foregoing capacities, regardless of when such status existed or activity occurred and regardless of whether or not they are officers or directors of the Corporation to the time such indemnification is sought or obtained. In addition to the foregoing indemnity, such persons may also recover from the Corporation all reasonable costs, expenses, and attorneys' fees in connection with the enforcement of rights to indemnification granted by this Paragraph 12. The provisions of this Paragraph 12 are in addition to and not in limitation of the power of the Corporation with respect to, and the rights of any officer or director of the Corporation to receive the benefits of, any other or further indemnification, insurance, elimination of liability or other right or benefit which is either required by the BUSINESS CORPORATION ACT or permitted thereby and duly adopted by the Corporation in accordance therewith.

13. The personal liability of each director of the Corporation is hereby eliminated to the fullest extent that elimination thereof is permitted by North Carolina general Statutes Section 55-7(11) and all other applicable provisions of the BUSINESS CORPORATION ACT, as the same now exists."

3. The number of shares of the corporation outstanding at the time of such adoption was 750; and the number of shares entitled to vote thereon was 750.

4. The number of shares voted for such amendment was 750; and the number of shares voted against such amendment was 0. Voting within each class entitled to vote as a class was as

follows:

<u>Class</u>	<u>Numbers of Shares Voted</u>	
	<u>For</u>	<u>Against</u>
Common	750	0

5. The amendment herein effected does not give rise to dissenter's rights to payment for the reason that the only effect of such amendment is to indemnify and eliminate liability for directors and officers.

IN WITNESS WHEREOF, these articles of amendment are signed by the James L. Allen, President and Thelma R. Blaylock, Secretary of the corporation this 27th day of June, 1990.

By

James L. Allen  
President

By

Thelma R. Blaylock  
Secretary

STATE OF NORTH CAROLINA

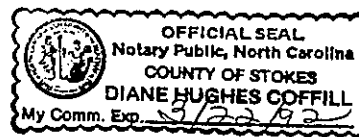
COUNTY OF STOKES

I, Diane Hughes Coffill a Notary Public, do hereby certify that James L. Allen and Thelma R. Blaylock personally appeared before me this the 27th day of June, 1990, each of whom being by me first duly sworn, declared that he signed the foregoing document in the capacity indicated, that he was authorized so to sign, and that the statements therein contained are true.

Diane Hughes Coffill  
Notary Public

My commission expires:

3/22/92  
(SEAL)



PRESENTED FOR  
REGISTRATION  
AND RECORDED

JUL 6 11 27 AM '90

L.E. SPEAS  
REGISTER OF DEEDS  
FORSYTH CTY. N.C.

8/1/90