

7. If there has been an increase in the authorized shares of the corporation, list the total number of authorized shares, including the increase (If there has been no increase in shares, insert "no change"):

Total Number of Authorized Shares	Class	Series	Par Value or Statement that Shares are without Par Value
3,000,000	Common	n/a	\$.01

8. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 64,789,019
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0%. [divide (b) by (a) and multiply by 100 to obtain the percentage]
9. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 290,000,000
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 0
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0%. [divide (b) by (a) and multiply by 100 to obtain the percentage]
10. Except as herein modified, the original Application for Certificate of Authority continues in full force and effect and is hereby confirmed, ratified and incorporated by reference into this Application for Amended Certificate of Authority

Date 1/7/05

Cives Corporation

 Print Exact Name of Corporation Making Application

By [Signature]

 President or Vice President (check one)

By [Signature]

 Secretary or Assistant Secretary (check one)

STATE OF Georgia
 COUNTY OF Gwinnett

In Roswell, Georgia, on this 7th day of January, 2005, before me personally appeared Raymond A. Phillips and John S. Donovan who, being duly sworn, declared that they are the President & Secretary of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.

[Signature]

 Notary Public
 My Commission Expires: Notary Public, Gwinnett County, GA
My Commission Expires Jan. 31, 2008

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CIVES CORPORATION", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF JULY, A.D. 2004, AT 2:35 O'CLOCK P.M.



0689406 8100

050239666

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3763779

DATE: 03-23-05

**CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION
OF CIVES CORPORATION**

Cives Corporation (hereinafter called the "corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

1. The name of the corporation is Cives Corporation.
2. The certificate of incorporation is hereby amended by striking out Article (4) thereof and by substituting in lieu of said Article the following new Article:

Capital Structure: The corporation shall have a capital structure as follows:

- a. Total Shares Authorized: Three Million (3,000,000) Shares.
 - b. Classes: One Class of Common Voting Stock.
 - c. Par Value: One Cent (\$.01) per Share.
3. The amendment of the certificate of incorporation herein certified has been duly adopted in accordance with the provisions of §242 of the General Corporation Law of the State of Delaware.

Executed this 21st day of July, 2004.


John S. Donovan, Secretary