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FILED
the office of the Secretary of State
of the State of California

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
CALIFORNIA PHYSICIANS' SERVICE**

JUN 15 1995

Bill Jones
Bill JONES Secretary of State

Wayne R. Moon and Cleo P. Donovan certify that:

1. They are the President and the Secretary, respectively, of California Physicians' Service, a California nonprofit mutual benefit corporation.
2. Said corporation has acted to amend its Articles to read in full as follows:

 One: The name of this corporation is California Physicians' Service.

 Two: This corporation is a non-profit mutual benefit corporation organized under the Nonprofit Mutual Benefit Corporation Law. The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under such law. The specific purpose of this corporation is the promotion of social welfare. Notwithstanding any other provision of these Articles, this corporation shall not engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation. This corporation elects to be governed by all the provisions of the Nonprofit Corporation Law of 1980 not otherwise applicable to it under Part 5 thereof.
3. Said amendment to the Articles of Incorporation was unanimously approved by the Board of Directors on March 15, 1995.
4. Said amendment was approved by the required vote of the members entitled to vote with respect thereto, which was at least two-thirds of all of said members, on April 12, 1995.

Wayne R. Moon

 WAYNE R. MOON, PRESIDENT
Cleo P. Donovan

 CLEO P. DONOVAN, SECRETARY

VERIFICATION

Each of the undersigned declares under penalty of perjury that the statements contained in the foregoing certificate are true and correct of his or her own knowledge. This declaration was executed on June 6, 1995, at San Francisco, California.

Wayne R. Moon

 WAYNE R. MOON
Cleo P. Donovan

 CLEO P. DONOVAN