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OMB No. 0651-0027 (exp. 5/31/2002)

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(les):

DIRECT CORPORATION

11-30-01

- Individual(s) Association General Partnership Limited Partnership Corporation-State (Tennessee) Other

Additional name(s) of conveying party(les) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: May 24, 1996

2. Name and address of receiving party(les)

Name: DIRECT GENERAL CORPORATION

Internal Address:

Street Address: 1281 Murfreesboro Road

City: Nashville State: TN Zip: 37212

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State TENNESSEE Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

NONE

B. Trademark Registration No.(s)

1,958,152

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Natalya L. Sowers

Internal Address: Wyatt, Tarrant & Combs, LLP

Street Address: 2525 West End Avenue Suite 1500

City: Nashville State: TN Zip: 37203

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41).....\$40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Natalya L. Sowers Name of Person Signing

Natalya L. Sowers Signature

11/29/01

Date

3

Total number of pages including cover sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

12/06/2001 DBYRME

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ARTICLES OF AMENDMENT TO THE CHARTER
OF
DIRECT CORPORATION

FILED
NOV 24 10:52
SECRETARY OF STATE

TO THE SECRETARY OF STATE OF THE STATE OF TENNESSEE:

Pursuant to the provisions of Section 48-20-106 of the Tennessee Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to amend its Charter:

- 1. The text of the amendment adopted is as follows:

Paragraph one (1) is replaced by the following:

BOOK 10086 PAGE 652

- 1. The name of the corporation is:

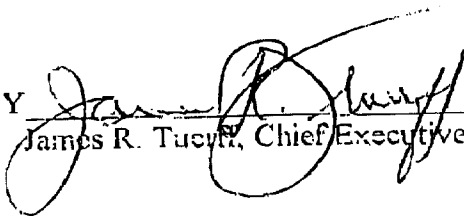
DIRECT GENERAL CORPORATION

- 2. The amendment was adopted on April 29, 1996.
- 3. The amendment was duly adopted by the shareholders.

DATED May 23, 1996

DIRECT CORPORATION

BY


James R. Tuck, Chief Executive Officer