

State of Idaho

Office of the Secretary of State

**AMENDED CERTIFICATE OF AUTHORITY
OF
GE CAPITAL MANAGEMENT CORPORATION
File Number C 64851**

I, BEN YSURSA, Secretary of the State, hereby certify that an Application for Amended Certificate of Authority, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Amended Certificate of Authority to reflect the name change from **GE CAPITAL MANAGEMENT CORPORATION** to **WACHOVIA MANAGEMENT CORPORATION** and attach hereto a duplicate of the application for such amended certificate.

Dated: July 2, 2008



Ben Ysuria

SECRETARY OF STATE

By [Signature]



APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

(Instructions on back of application)

08 JUL -2 PM 12:25

SECRETARY OF STATE
STATE OF IDAHO

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-1504, Idaho Code, the undersigned Corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement.

Complete only applicable items.

1. A Certificate of Authority was issued to the corporation by your office on: 9/25/1980 authorizing it to transact business in the State of Idaho under the name of: GE Capital Management Corporation
2. Its corporate name has been changed to: Wachovia Management Corporation
3. The name which it shall use hereafter in the State of Idaho is: Wachovia Management Corporation
4. It has changed its jurisdiction of incorporation, without a change of corporate identity to: _____

Dated: 6/16/08 Corporation Name: Wachovia Management CorporationSignature: Jay Harris BermanTyped Name: Jay Harris BermanCapacity: Secretary and VP

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

Customer Acct #:
Amended certificate of authority
06/16/2008
06/16/2008

07/02/2008 05:00
IDAO SECRETARY OF STATE
CK: 500559468 CT: 66741 BH: 1125500
1 @ 38.00 = 38.00 AMEND CERT # 2
1 @ 28.00 = 28.00 EXPEDITE C N 3
064851

State of California

Secretary of State

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That on the **20th day of August, 1980**, **WACHOVIA MANAGEMENT CORPORATION** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office.

That on the **7th day of March, 1995**, there was filed in this office an amendment to set forth a change of corporate name from: **HERITAGE MANAGEMENT CORPORATION** to: **GE CAPITAL MANAGEMENT CORPORATION**.

That on the **16th day of June, 2008**, there was filed in this office an amendment to set forth a change of corporate name from: **GE CAPITAL MANAGEMENT CORPORATION** to: **WACHOVIA MANAGEMENT CORPORATION**.

I further certify, that according to the records of this office, said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of June 27, 2008.



DEBRA BOWEN
Secretary of State