

State of Idaho

Department of State

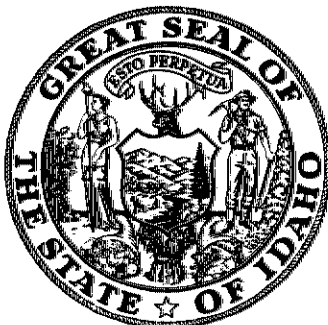
AMENDED CERTIFICATE OF AUTHORITY OF

PROTECTIVE EQUITY SERVICES, INC.
File Number C 79379

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of PROTECTIVE EQUITY SERVICES, INC. for an Amended Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are 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 PROEQUITIES, INC. to transact business in this State under the name PROEQUITIES, INC. and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated: April 21, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Angie Clark*

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

To the Secretary of State of the State of Idaho:

RECEIVED

Pursuant to Section 30-1-118, 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.

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1. A Certificate of Authority was issued to the corporation by your office on 19 85, authorizing it to transact business in the State of Idaho under the name of Protective Equity Services, Inc.

2. Its corporate name has been changed to ProEquities, Inc.

(Note: If the corporation name has not been changed, insert "No change.")

3. The name which it shall use hereafter in the State of Idaho is ProEquities, Inc.

4. It desires to pursue in the transaction of business in the State of Idaho purposes other than or in addition to those set forth in its prior application for certificate of authority, as follows:

NO CHANGE

(Note: If no additional purposes are proposed, insert "No change.")

Dated 4-13-95

ProEquities, Inc.

(Corporation Name)

By Doretta Milligan
Its President/Vice President (please specify)
Doretta Milligan

And John K. Wright
Its Secretary/Assistant Secretary (please specify)
John K. Wright

STATE OF ALABAMA)
COUNTY OF JEFFERSON) SS:

I, Anita Gann, a notary public, do hereby certify that on this 13th day of April, 19 95, personally appeared before me Doretta Milligan and John K. Wright, who being by me first duly sworn, declared that they are the President and Secretary, respectively, ProEquities, Inc.

that they signed the foregoing documents as authorized officers of the corporation and that the statements therein contained are true.

Anita L. Gann
my Commission Expires 10/17/98
Notary Public

Submit application and filing fee to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

IDAHO SECRETARY OF STATE

19950421 0900 82543 2

CK #: 340499 CUST# 46072

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STATE OF ALABAMA

I, **Jim Bennett**, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporation records on file in this office discloses that Protective Equity Services, Inc. incorporated in Jefferson County, Birmingham, Alabama on July 11, 1984; that on March 2, 1995, the name Protective Equity Services, Inc. was changed to ProEquities, Inc. I further certify that the records do not disclose that said ProEquities, Inc. has been dissolved.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

03/21/95

Date

Jim Bennett

Jim Bennett

Secretary of State