

# State of Idaho

Office of the Secretary of State

AMENDED CERTIFICATE OF AUTHORITY

OF

**EVEREN SECURITIES, INC.**

File Number C 93475

I, PETE T. CENARRUSA, Secretary of the State of the State of Idaho, hereby certify that an Application for Amended Certificate of Authority to do business in this State, duly executed pursuant to the provisions of the Idaho Business Corporation Act, 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 **EVEREN SECURITIES, INC.** to **FIRST UNION SECURITIES, INC.** and attach hereto a duplicate of the Application for such Amended Certificate.

Dated: November 30, 1999



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Cynthia H.*



# APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

(Instructions on back of application)

**FILED**  
NOV 13 1999 11:10:24  
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 October 9 1990 authorizing it to transact business in the State of Idaho under the name of EVEREN Securities, Inc.
2. Its corporate name has been changed to First Union Securities, Inc.
3. The name which it shall use hereafter in the State of Idaho is First Union Securities, Inc.
4. It has changed its jurisdiction of incorporation, without a change of corporate identity to: \_\_\_\_\_

Dated: October 25, 1999 EVEREN Securities, Inc.  
First Union Securities, Inc.  
(Corporation Name)

By *William Schwartz*  
William Schwartz

Its Assistant Vice President & Assistant Secretary  
(specify capacity of signer)

Customer Acct # :  
(if using pre-paid account)

**IDAHO SECRETARY OF STATE**

**11/30/1999 09:00**  
CK: 51883 CT: 66741 BH: 269733

1 @ 30.00 = 30.00 AMEND CERT # 2  
1 @ 28.00 = 28.00 EXPEDITE C # 3

*C93475*

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Office of the Secretary of State

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STATE OF DELAWARE

EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "FIRST UNION SECURITIES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

CERTIFICATE OF INCORPORATION, FILED THE THIRTEENTH DAY OF NOVEMBER, A.D. 1986, AT 10 O'CLOCK A.M.

RESTATED CERTIFICATE, CHANGING ITS NAME FROM "KEMPER CAPITAL MARKETS, INC." TO "KEMPER SECURITIES GROUP, INC.", FILED THE EIGHTH DAY OF AUGUST, A.D. 1990, AT 3:01 O'CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE THIRTY-FIRST DAY OF AUGUST, A.D. 1990, AT 4:26 O'CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE THIRTY-FIRST DAY OF AUGUST, A.D. 1990, AT 4:27 O'CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE THIRTY-FIRST DAY OF AUGUST, A.D. 1990, AT 4:28 O'CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE THIRTY-FIRST DAY OF AUGUST, A.D. 1990, AT 4:29 O'CLOCK P.M.

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Handwritten signature of Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

Office of the Secretary of State

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STATE OF DELAWARE

CERTIFICATE OF MERGER, FILED THE THIRTY-FIRST DAY OF AUGUST, A.D. 1990, AT 4:30 O'CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE TWENTY-THIRD DAY OF MARCH, A.D. 1992, AT 10 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "KEMPER SECURITIES GROUP, INC." TO "KEMPER SECURITIES, INC.", FILED THE THIRTIETH DAY OF JUNE, A.D. 1992, AT 10 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "KEMPER SECURITIES, INC." TO "EVEREN SECURITIES, INC.", FILED THE THIRTEENTH DAY OF SEPTEMBER, A.D. 1995, AT 9 O'CLOCK A.M.

CERTIFICATE OF OWNERSHIP, FILED THE TWENTY-THIRD DAY OF DECEMBER, A.D. 1998, AT 4:30 O'CLOCK P.M.

CERTIFICATE OF MERGER, CHANGING ITS NAME FROM "EVEREN SECURITIES, INC." TO "FIRST UNION SECURITIES, INC.", FILED THE THIRTIETH DAY OF SEPTEMBER, A.D. 1999, AT 9 O'CLOCK A.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE FIFTEENTH DAY OF NOVEMBER, A.D. 1999, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION.

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*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

Office of the Secretary of State

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AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES  
HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE  
BEEN FILED TO DATE.

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*E. J. Freel*

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Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: