

State of Idaho

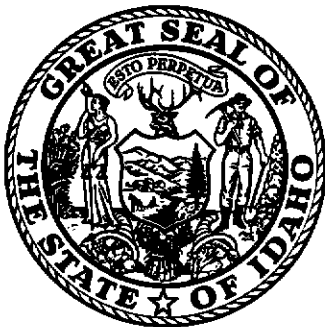
Office of the Secretary of State

AMENDED CERTIFICATE OF AUTHORITY
OF
PHOENIX EQUITY PLANNING CORPORATION
File Number C 110161

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 PHOENIX EQUITY PLANNING CORPORATION to **PHILADELPHIA FINANCIAL DISTRIBUTION COMPANY** and attach hereto a duplicate of the application for such amended certificate.

Dated: September 29, 2010



Ben Yursa

SECRETARY OF STATE

By *[Signature]*



APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

(Instructions on back of application)

2010 SEP 29 PM 4:47
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: 04/10/1995,
authorizing it to transact business in the State of Idaho under the name of:
Phoenix Equity Planning Corporation
2. Its corporate name has been changed to: Philadelphia Financial Distribution Company
3. The name which it shall use hereafter in the State of Idaho is:
Philadelphia Financial Distribution Company
4. It has changed its jurisdiction of incorporation, without a change of corporate identity to: _____

Dated: 9/28/2010 Corporation Name: Philadelphia Financial Distribution Company

Signature: _____

Typed Name: Susan M. Oberlies

Capacity: Secretary

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

g:\compliance\compliance\amended cert of authority.pdf
Revised 07/2002

IDAHO SECRETARY OF STATE

09/30/2010 05:00

CK: 19739 CT: 20168 BH: 1241062

1 @ 30.00 = 30.00 AMEND CERT # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C110161

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "PHOENIX EQUITY PLANNING CORPORATION", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "PHILADELPHIA FINANCIAL DISTRIBUTION COMPANY", THE TWENTY-SECOND DAY OF SEPTEMBER, A.D. 2010, AT 3:44 O'CLOCK P.M.

2469552 8320

100949244

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8256328

DATE: 09-28-10