

State of Idaho

Department of State

AMENDED CERTIFICATE OF AUTHORITY OF

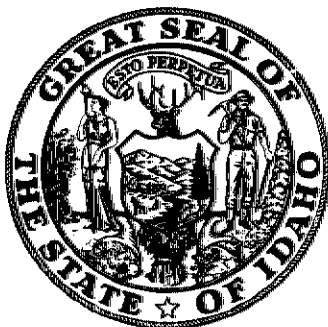
LIFEMARK SERVICES, INC.

File Number C 109145

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of LIFEMARK 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 PHILADELPHIA FINANCIAL GROUP, INC. to transact business in this State under the name PHILADELPHIA FINANCIAL GROUP, INC. and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated: April 10, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By

L. D. Dwyer

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

To the Secretary of State of the State of Idaho:

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.

1. A Certificate of Authority was issued to the corporation by your office on 25 APR 10 AM 10 27 19 95, authorizing it to transact business in the State of Idaho under the name of LifeMark Services, Inc.
2. Its corporate name has been changed to Philadelphia Financial Group, 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 Philadelphia Financial Group, 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 4/5/95

Philadelphia Financial Group, Inc.

(Corporation Name)

By Robert M. Howe Robert M. Howe
Its President/Vice President (please specify)

And George J. Schreiber George J.
Its Secretary/Assistant Secretary (please specify)
Schreiber

STATE OF PENNSYLVANIA)
COUNTY OF MONTGOMERY) ss:

I, ALANA L. MANN, a notary public, do hereby certify that on this 5TH day of APRIL, 19 95, personally appeared before me Robert M. Howe, who being by me first duly sworn, declared that (s)he is the President of Philadelphia Financial Group, Inc.

that (s)he signed the foregoing documents as President of the corporation and that the statements therein contained are true.

Notarial Seal
Alana L. Mann, Notary Public
Whitpain Twp., Montgomery County
My Commission Expires Nov. 12, 1998
Member, Pennsylvania Association of Notaries

Alana L. Mann
Notary Public

IDAHO SECRETARY OF STATE
Submit application and filing fee to: 19950410 0900 79215 2
CK #: 33418 CUST# 15818
Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

IDAHO SECRETARY OF STATE
19950410 0900 79214 2
CK #: 33419 CUST# 15818
CORP
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Office of the Secretary of State

RECEIVED
SEC. OF STATE

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "LIFEMARK SERVICES, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "PHILADELPHIA FINANCIAL GROUP, INC.", THE NINTH DAY OF MARCH, A.D. 1995, AT 3:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION 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.



Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

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03-28-95