

State of Idaho

Office of the Secretary of State

AMENDED CERTIFICATE OF AUTHORITY

OF

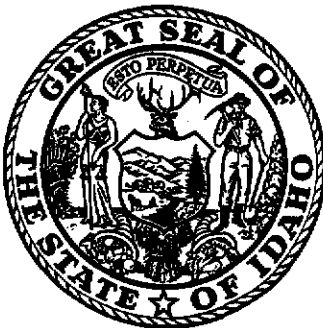
AIG FINANCIAL ADVISORS, INC.

File Number C 157382

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 **AIG FINANCIAL ADVISORS, INC.** to **SAGEPOINT FINANCIAL, INC.** and attach hereto a duplicate of the application for such amended certificate.

Dated: January 6, 2009



Ben Yursa

SECRETARY OF STATE

By

[Signature]



APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

(Instructions on back of application)

2009 JAN -6 PM 12: 57

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: 11/19/2004, authorizing it to transact business in the State of Idaho under the name of: AIG FINANCIAL ADVISORS, INC.
2. Its corporate name has been changed to: SagePoint Financial, Inc.
3. The name which it shall use hereafter in the State of Idaho is: _____
4. It has changed its jurisdiction of incorporation, without a change of corporate identity to: _____

Dated: December 29, 2008 Corporation Name: SagePoint Financial, Inc.

Signature: _____

Typed Name: PHILLIP HOFLING

Capacity: VICE PRESIDENT, LEGAL

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

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

IDAHO SECRETARY OF STATE
01/06/2009 05:00
CK: NONE CT: 1157 DN: 1150969
1 @ 30.00 = 30.00 AMEND CERT # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C157382

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "AIG FINANCIAL ADVISORS, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "SAGEPOINT FINANCIAL, INC.", THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2008, AT 12:53 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.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AIG FINANCIAL ADVISORS, INC." WAS INCORPORATED ON THE THIRTEENTH DAY OF SEPTEMBER, A.D. 2004.

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

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



3853870 8320

090000835

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7058036

DATE: 01-02-09