



F98000004783

May 9, 2000

Florida Department of State  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

To Whom It May Concern:

800003250858--4  
-05/12/00--01092--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Corporate Name Change

IBAA Securities Corporation, authorized to do business in the state of Florida on August 21, 1998, is now known as ICBA Securities Corporation. Attached is a certified copy of the Certificate of Amendment for this name change from the state of incorporation, Delaware.

Please change your records to reflect the name change from IBAA Securities Corporation to ICBA Securities Corporation. A check, in the amount of \$35, is enclosed to cover the recording process along with the Application of Amended Certificate of Authority. The recorded receipt of this change should be sent to my attention at the address below.

Do not hesitate to give me a call if you should have any questions at 1-(800)-422-6442 extension 6374.

Sincerely,

Karen M. Stovall  
Vice President of Compliance



KAREN M. STOVALL  
Vice President of Compliance

ICBA Securities  
6077 Primacy Parkway  
Memphis, TN 38119  
800-422-6442 ■ 901-766-6374  
Fax 901-762-5321  
kstovall@icbasecurities.com

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 MAY 12 PM 3:25

FILED

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State of Delaware  
Office of the Secretary of State

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "IBAA SECURITIES CORPORATION", CHANGING ITS NAME FROM "IBAA SECURITIES CORPORATION" TO "ICBA SECURITIES CORPORATION", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF JULY, A.D. 1999, AT 4 O'CLOCK P.M.



  
Edward J. Freel, Secretary of State

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AUTHENTICATION: 0390274

DATE: 04-19-00

JUL-30-1999 12:56..

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STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 04:00 PM 07/30/1999  
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CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION

IBAA SECURITIES CORPORATION, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of IBAA SECURITIES CORPORATION be amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

"FIRST ARTICLE: The name of the corporation shall be ICBA SECURITIES CORPORATION"

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said IBAA SECURITIES CORPORATION has caused this certificate to be signed by Harold DeVries, its Chief Financial Officer, this 30 day of July, 1999.

IBAA SECURITIES CORPORATION

By Harold DeVries  
Chief Financial Officer