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TALLAHASSEE, FLORIDA

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Corporation(s) Name

Older Discount Corporation

to:

H & R Block Financial Advisors, Inc

- | | | |
|--|---|------------------------------------|
| <input type="checkbox"/> Profit | <input checked="" type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> LLC | | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Ch. RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
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AUG 10

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 AUG 10 PM 12:15

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Thank You!

*NC
8-10-00
MS*

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA**

FILED
00 AUG 10 PM 3:15
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. OLDE Discount Corporation
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: Michigan
3. Date authorized to do business in Florida: 12-22-80

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

August 1, 2000

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

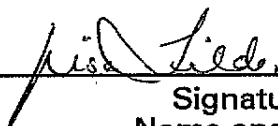
H & R Block Financial Advisors, Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

No Change

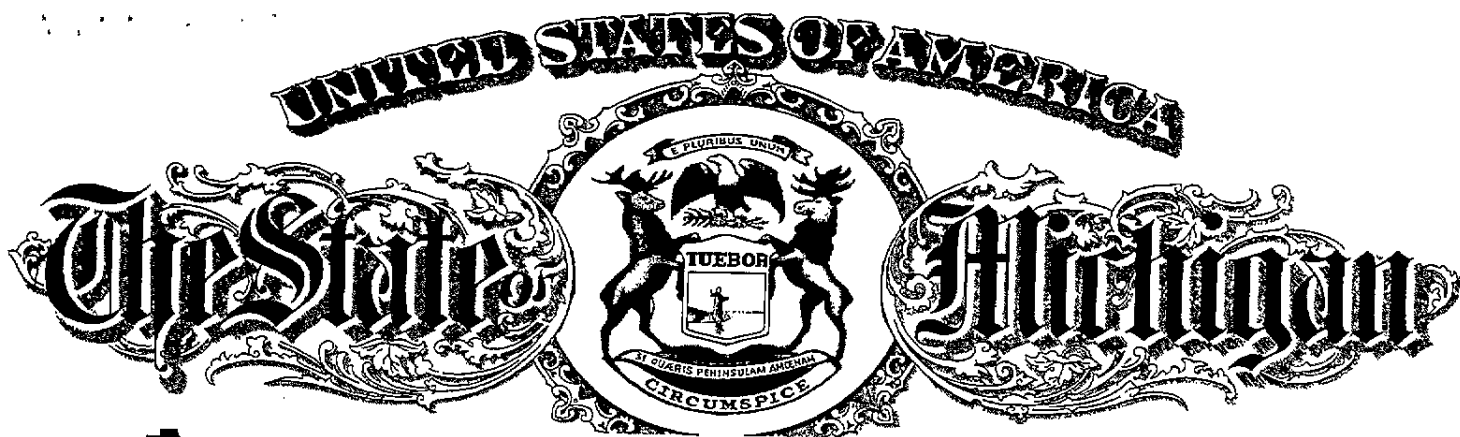
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

No change


Signature
Name and Title

Lisa S. Fildes, Corporate Secretary

August 2, 2000
Date



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

FINANCIAL MANAGEMENT AND RESEARCH CORPORATION was incorporated as a Michigan profit corporation on December 10, 1970.

I FURTHER CERTIFY that

a Certificate of Amendment to the Articles of Incorporation was filed on October 7, 1971 amending Article I, changing the corporate name to FINANCIAL MANAGEMENT & RESEARCH CORPORATION.

a Certificate of Amendment to the Articles of Incorporation was filed on October 12, 1971 amending Article I, changing the corporate name to OLDE & CO.

a Certificate of Amendment to the Articles of Incorporation was filed on January 13, 1972 amending Article I, changing the corporate name to OLDE & CO., INCORPORATED.

a Certificate of Amendment to the Articles of Incorporation was filed on October 2, 1986, effective date of November 1, 1986 amending Article I, changing the corporate name to OLDE DISCOUNT CORPORATION.

a Certificate of Amendment to the Articles of Incorporation was filed on July 24, 2000, effective date of August 1, 2000 amending Article I, changing the corporate name to H&R BLOCK FINANCIAL ADVISORS, INC.

AND I FURTHER CERTIFY that the corporation is in good standing in this office as of this date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have herunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 8th day of August, 2000.

*Jeff M. [Signature], Director
Corporation and Land Development Bureau*