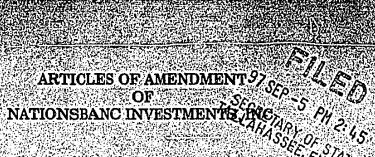
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These Articles of Amendment are filed pursuant to Section 607.1006 of the Florida Business Corporation Act, to reflect an amendment to the Articles of Incorporation of NationsBanc Investments, Inc. (the "Corporation"), and, in connection therewith, the undersigned officer, acting upon authority of the Board of Directors and the Sole Shareholder of the Corporation, hereby sets forth the amendment as follows:

- 1. The name of the Corporation is NationsBanc Investments, Inc.;
- 2. The Articles of Incorporation of the Corporation are amended by inserting new item 3, Article II so that, as amended, item 3 shall read as follows:

"The Corporation shall in addition be authorized to carry on insurance and annuities businesses of all kinds and to provide services to public and private persons in connection therewith, and to perform all acts and do all things which are or might be useful or incidental to the insurance and annuities businesses, such services as are permitted by the laws of the United States or the State of Florida."

- 3. Following this new item 3, the remaining items of Article II shall be renumbered 4 through 11.
- 4. The Amendment does not provide for an exchange, reclassification, or cancellation of issued shares.
- 4. The Amendment set forth above was adopted by the Sole Shareholder by written consent pursuant to Section 607.0704 of the Florida Business Corporation Act on the 2nd day of September, 1997, in the manner prescribed by law, and by unanimous written consent of the Board of Directors, or by authorized Committee thereof, pursuant to Section 607.0821 of the Florida Business Corporation Act, on the 2nd day of August, 1997, in the manner prescribed by law.
- 5. The sole shareholder of all the outstanding shares of common stock, \$20 par value per share, of the Corporation is entitled to vote on the Amendment, and the written consent of the Sole Shareholder was cast for the Amendment and was sufficient for approval.

NATIONSBANC INVESTMENTS, INC.

Name: Mark H. Williamson

Title: President