

F08000001260

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

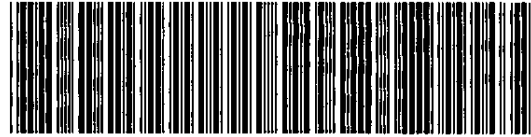
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300185854943

09/27/10--01007--012 **35.00

FILED
2010 SEP 27 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/C

TB

SEP 27 2010

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: ING Insurance Agency, Inc.
Name of Corporation

DOCUMENT NUMBER: F08000001260

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Melissa O'Donnell
Name of Contact Person

ING
Firm/Company

20 Washington Avenue South
Address

Minneapolis, MN 55401
City/State and Zip Code

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Melissa O'Donnell at (612) 342-3974
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|--|---|--|---|
| <input checked="" type="checkbox"/> \$35.00 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed) |
|--|---|--|---|

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F08000001260

(Document number of corporation (if known))

FILED
2010 SEP 27 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. ING Insurance Agency, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. California 3. 03/20/2008
(Incorporated under laws of) (Date authorized to do business in Florida)

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? 9-16-2010

5. Cetera Insurance Agency, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

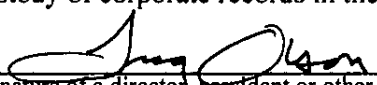
6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

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

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Greg Olson

(Typed or printed name of person signing)

Assistant Secretary

(Title of person signing)

A0706778

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

SEP 16 2010

**CERTIFICATE OF AMENDMENT
OF ARTICLES OF INCORPORATION
WITH STATEMENT OF CONVERSION**

The undersigned certify that:

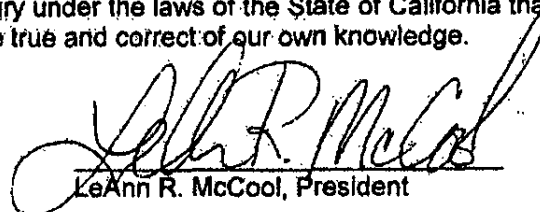
1. They are the President and Assistant Secretary of, respectively, of ING Insurance Agency, Inc., a California corporation.
2. Article 1 of the Articles of Incorporation with Statement of Conversion of this corporation is amended to read as follows:

The name of this corporation is Cetera Insurance Agency, Inc.

3. The foregoing amendment of Articles of Incorporation with Statement of Conversion has been duly approved by the board of directors.
4. The foregoing amendment of Articles of Incorporation with Statement of Conversion has been duly approved by the required vote of shareholders in accordance with Section 902, California Corporations Code. The total number of outstanding shares of the corporation is 1,000. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of our own knowledge.

Date: August 3, 2010


LeAnn R. McCool, President


Greg A. Olsen, Assistant Secretary

SEP 17 2010



I hereby certify that the foregoing
transcript of 1 page(s)
is a full, true and correct copy of the
original record in the custody of the
California Secretary of State's office.

SEP 17 2010 *ll*

Date: _____

Debra Bowen
DEBRA BOWEN, Secretary of State