

F08000001786

(Requestor's Name)

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(Business Entity Name)

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FILED
AUG 14 PM 1:31
CLERK OF COURT
HALL COUNTY, FLORIDA

For NC
AUG 19 2013
R. WHITE

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Sterne Agee Investment Advisors, Inc.
Name of Corporation

DOCUMENT NUMBER: F08000001786

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Joette Fredrickson
Name of Contact Person

Sterne Agee
Firm/Company

800 Shades Creek Pkwy, Ste. 550
Address

Birmingham, AL 35209
City/State and Zip Code

jfredrickson@sterneagee.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Joette Fredrickson at (205) 380-1714
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$35.00 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☒ \$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

FILED

13 AUG 14 PM 1:31

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)

F080000001786

(Document number of corporation (if known))

1. Sterne Agee Investment Advisors, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware
(Incorporated under laws of)
3. 4/21/2008
(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? 7/12/2013

5. Sterne Agee Asset Management, 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.

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

Walter A. Ruch, III

(Typed or printed name of person signing)

President & CEO

(Title of person signing)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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 "STERNE AGEE INVESTMENT ADVISORS, INC.", CHANGING ITS NAME FROM "STERNE AGEE INVESTMENT ADVISORS, INC." TO "STERNE AGEE ASSET MANAGEMENT, INC.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF JULY, A.D. 2013, AT 1:56 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

3760470 8100

130893331

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0596802

DATE: 07-18-13

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STERNE AGEE ASSET MANAGEMENT, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF JULY, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "STERNE AGEE ASSET MANAGEMENT, INC." WAS INCORPORATED ON THE THIRD DAY OF FEBRUARY, 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.

3760470 8300

130893331

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0596803

DATE: 07-18-13

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:00 PM 07/18/2013
FILED 01:56 PM 07/18/2013
SRV 130893331 - 3760470 FILE

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
STERNE AGEE INVESTMENT ADVISORS, INC.**

Sterne Agee Investment Advisors, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "DGCL"), does hereby certify as follows:

FIRST: The name of the corporation is Sterne Agee Investment Advisors, Inc. (the "Corporation").

SECOND: The Board of Directors of the Corporation has duly adopted a resolution setting forth a proposed amendment of the Certificate of Incorporation of the Corporation, declaring said amendment to be advisable, and calling a meeting of the stockholders of the Corporation for consideration thereof.

THIRD: The resolution setting forth the proposed amendment is as follows:

RESOLVED, that, subject to the approval by the affirmative vote of the sole stockholder of outstanding common stock by unanimous written consent, the Article First is amended in its entirety to restate as follows: "The name of the corporation is Sterne Agee Asset Management, Inc."

FOURTH: Thereafter, pursuant to a resolution of the Corporation's Board of Directors, a unanimous written consent was executed by the sole stockholder of Sterne Agee Investment Advisors, Inc. accordance with Section 228 of the DGCL, by which unanimous written consent the necessary number of shares as required by statute were voted in favor of the amendment set forth hereinabove.

FIFTH: Such amendment was duly adopted in accordance with the provisions of Section 242 of the DGCL.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be executed by its undersigned duly authorized officer as of the 12th day of July, 2013.

STERNE AGEE INVESTMENT ADVISORS, INC.

By: W.A. Ruch, III
Walter A. Ruch, III
Chairman and Chief Executive Officer