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### COR AMND/RESTATE/CORRECT OR O/D RESIGN WACHOVIA EDUCATION FINANCE INC.

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B. CONNELL APR 2:6 2010

APR. 26. 2010 9:37AM CSC 19/2010 5:00:12 PM PAGE 1/001 FaxNO. 237, P. 2



April 19, 2010

#### FLORIDA DEPARTMENT OF STATE

Division of Corporations

WACEOVIA EDUCATION FINANCE INC. * CSC

2711 CENTERVILLE RD, SUITE 400 WILMINGTON, DE 19808US

SUBJECT: WACEOVIA EDUCATION FINANCE INC.

REF: F96000003118

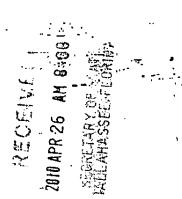
We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

PLEASE CORRECT #5 OF THE APPLICATION WITH THE FOLLOWING DATE: MARCH 21, 2010.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connell Regulatory Specialist II FAX Aud. #: H10000082218 Letter Number: 010A00009624



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APR. 26. 2010 9:37AM CSC

NO. 237 P. 3

APR 19. 2010 9:34AM CSC

NO. 235 P. 3

## PROFIT CORPORATION APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA (Pursuant to a. 607.1904, F.S.)

SECTION I (1-3 must be concreted)

P96000003118

(Decument aumber	e of exposuring (f innovel)		
Wachovia Education Finance Inc.			
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2 Dolaware	3,6/20/1996	·	
(Irresponded under lives of)	(Date temperated to do passing in Farth)	-	
SE (4-7 complete oran	CTION II The applicable granges)		
4. If the emerciment changes the name of the comparate its jurisdiction of incorporation? Merch 21, 2010			
4 Wells Fargo Education Finance, Inc.	entrus, combonation", "gambank", or "successori", or	<b></b>	
(If new name is unavailable in Florida, cares alternate business in Florida)	composite name adopted but the purpose of transacting	- 45 TO	
6. If the amendance changes the period of duration, inc	第 2 3	APR I	i i
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Tom Levendowskii (Aypod or proper time of proper signs	SVP/Secretary		

# Delaware

### The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO SEREBY CERTIFY THAT THE SAID "WACHOVIA EDUCATION FINANCE INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "WELLS FARGO EDUCATION FINANCE, INC.", THE TWENTY-FIFTH DAY OF FEBRUARY, A.D. 2010, AT 10:20 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE TWENTY-FIRST DAY OF MARCH, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

2526363 8320

DATE: 04-08-10