

F 98000001765

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(City/State/Zip/Phone #)

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09 JAN 27 PM 12:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Change

01/30/09

DC

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Fremont Investment & Loan Company
(Name of Corporation)

DOCUMENT NUMBER: F98000001765

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Joe Arnold

(Name of Contact Person)

Fremont Reorganizing Corporation

(Firm/Company)

2727 E. Imperial Hwy.

(Address)

Brea, CA 92821

(City/State and Zip Code)

For further information concerning this matter, please call:

Joe Arnold

(Name of Contact Person)

at (714) 961-5061

(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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 4, 2008

JOE ARNOLD
2727 E. IMPERIAL HWY.
BREA, CA 92821

SUBJECT: FREMONT INVESTMENT & LOAN COMPANY
Ref. Number: F98000001765

We have received your document and check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date 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 the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

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

Letter Number: 108A00059286

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)

F98000001765

(Document number of corporation (if known))

FILED
09 JAN 27 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Fremont Investment & Loan Company

(Name of corporation as it appears on the records of the Department of State)

2. California

(Incorporated under laws of)

3. 03/27/1998

(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? 07/30/2008

5. Fremont Reorganizing Corporation

(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)

Alan Orechwa

(Typed or printed name of person signing)

Sr. Vice President

(Title of person signing)

A0680445

State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

JUL 31 2008

Debra Bowen

DEBRA BOWEN
Secretary of State

APPROVED
July 30, 2008
Commissioner of Financial Institutions

A0680445

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

JUL 30 2008


JAMES M. PATTEN
Senior Counsel

CERTIFICATE OF AMENDMENT
OF THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
FREMONT INVESTMENT & LOAN

The undersigned certify that:

- 1 They are the general counsel and the secretary, respectively, of Fremont Investment & Loan, a California corporation
- 2 Articles First, Second and Third of the Amended and Restated Articles of Incorporation of this corporation are amended to read as follows:

FIRST: The name of the corporation is:

"FREMONT REORGANIZING CORPORATION"

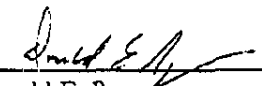
SECOND: The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code

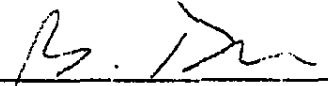
THIRD: [INTENTIONALLY OMITTED]

- 3 The foregoing amendments of the Amended and Restated Articles of Incorporation have been duly approved by the board of directors
- 4 The foregoing amendments of the Amended and Restated Articles of Incorporation have been duly approved by the required shareholder vote in accordance with Section 902, California Corporations Code. The total number of outstanding shares of the corporation is two hundred and seventy five thousand (275,000) shares. The total number of shares having approved the amendments is two hundred and seventy five thousand (275,000) shares

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: July 28, 2008


Donald E. Royce
Executive Vice President and General Counsel


Brigitte M. Dewez
Vice President & Secretary



**CERTIFICATE OF AMENDMENT OF
THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
FREMONT INVESTEMENT & LOAN**

The undersigned certifies that:

1. She is Vice President & Secretary of Fremont Reorganizing Corporation, a California Corporation formerly named Fremont Investment & Loan (the Corporation).
2. Article First of the Amended and Restated Articles of Incorporation of the Corporation was amended to read as follows:

FIRST: The name of the Corporation is:

"FREMONT REORGANIZING CORPORATION"

3. The Amendment became effective on July 30, 2008, at which time the name of the Corporation became Fremont Reorganizing Corporation.

IN WITNESS WHEREOF, the undersigned, Vice President & Secretary of the Corporation, has executed this Certificate on this 13th day of November 2008.



Brigitte Dewez
Vice President & Secretary
Fremont Reorganizing Corporation