

P18491

Amendment
Filed 5-5-92
(not on Film)

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4 pgs.

State of Delaware



Office of Secretary of State

I, MICHAEL RATCHFORD, 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 "SAAB-SCANIA FINANCIAL SERVICES CORP." FILED IN THIS OFFICE ON THE SECOND DAY OF APRIL, A.D. 1992. AT 3:00 CLOCK P.M.

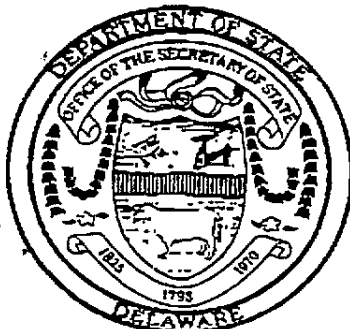
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Michael Ratchford

Michael Ratchford, Secretary of State

AUTHENTICATION:—

*3406301

DATE:—

04/06/1992

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**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA**

FILED
1992 MAY -5 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. SAAB-SCANTIA FINANCIAL SERVICES CORP.
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: Delaware
3. Date authorized to do business in Florida: 3-18-88

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?

Yes April 2, 1992

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated", or appropriate abbreviation, if not contained in new name of the corporation:

SAAB FINANCIAL SERVICES CORP.

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

N/A

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

N/A

Kenneth F. Adams
Signature

Name and Title

Kenneth F. Adams, President

4/15/92 Date

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SAAB-SCANIA FINANCIAL SERVICES CORP.

Consent of Directors in Lieu of Meeting

The undersigned, being all of the directors of Saab-Scania Financial Services Corp., a Delaware corporation (the "Corporation"), acting pursuant to the provisions of Section 141(f) of the General Corporation Law of the State of Delaware, hereby consent to the following actions of the Corporation, such consent to have the same force and effect as a unanimous vote at a meeting of the Board of Directors duly called and held:

1. That the action set forth below, consented to and approved by the undersigned directors of the Corporation, shall constitute a meeting of the Corporation, the call and notice of which are hereby waived by each of the undersigned:
2. That the following resolutions are hereby adopted, approved, ratified and confirmed:

RESOLVED: That Article FIRST of this Corporation's Certificate of Incorporation be amended to read as follows:

"FIRST: The name of the corporation (hereinafter called the 'Corporation') is SAAB FINANCIAL SERVICES CORP."

Dated as of the 14th day of February, 1982.

William G. Kelly
William G. Kelly

Kenneth F. Adams

John Phelps Clark
John Phelps Clark

Sivert Nordgren

Fredric Hornlow
Fredric Hornlow