



P18828

February 29, 2000

Florida Department of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

000003157470--0
-03/03/00--01120--011
*****52.50 *****52.50

**RE: Tri-Arc Financial Services, Inc. f/k/a Tri-Arc Insurance Agency, Inc.
Name Change Amendment
FEIN: 23-2517668**

Dear Sir or Madam:

I have enclosed the following information needed to file a name change amendment for Tri-Arc Financial Services, Inc.:

- Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida.
- Certified copy of Certificate of Name Change Amendment from State of Delaware.
- Check in amount of \$52.50

If you have any questions or require additional information please contact me at 610-293-7961.

Sincerely,

Carey Davis
Administrative Assistant

CD/
Encl a/s

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR -3 PM 1:29

Name Change
KFB
3-14-2000

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)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR -3 PM 1:29

1. Tri-Arc Insurance Agency, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Delaware incorporated under laws of
3. 4/14/1988 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? 7/10/1992
5. Tri-Arc Financial Services, 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.

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

Richard C. Maisha
Signature

2/2/2000
Date

Richard C Maisha
Typed or printed name

President
Title

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, 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 "TRI-ARC INSURANCE AGENCY, INC.", CHANGING ITS NAME FROM "TRI-ARC INSURANCE AGENCY, INC." TO "TRI-ARC FINANCIAL SERVICES, INC.", FILED IN THIS OFFICE ON THE TENTH DAY OF JULY, A.D. 1992, AT 4 O'CLOCK P.M.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR -3 PM 1:29



Edward J. Freel

Edward J. Freel, Secretary of State

2153944 8100

001065769

AUTHENTICATION: 0271427

DATE: 02-22-00

SENT BY: CTCORP-PHILADELPHIA

07-10-92 23:36PM

STATE OF DELAWARE
415-SECRETARY OF STATE # 2
DIVISION OF CORPORATIONS
FILED 04:00 PM 07/10/1992
921965232 - 2153944

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
TRI-ARC INSURANCE AGENCY, INC.

TRI-ARC INSURANCE AGENCY, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

FIRST: That the Board of Directors of the corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of the corporation:

RESOLVED, that the amendment of Article FIRST of the Corporation's Certificate of Incorporation to read in its entirety as follows (the "Amendment") is hereby proposed and declared to advisable and in the best interests of the Corporation:

"FIRST, the name of the corporation is TRI-ARC FINANCIAL SERVICES, INC."

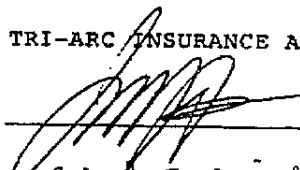
SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, TRI-ARC INSURANCE AGENCY, INC. has caused this certificate to be signed by its President and attested by its Secretary, this 31st day of March, 1992.

TRI-ARC INSURANCE AGENCY, INC.

By:



President

Attest:



Secretary