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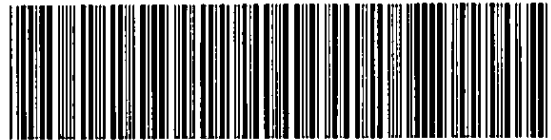
(Business Entity Name)

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2023 JUN 21 AM 9:29  
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F: 866.625.0839  
COGENCYGLOBAL.COM

Account#: I200000000088

Date: 06/21/2023

Name: Marcel Ogbonna-Amu

Reference #: 2035645

Entity Name: OSAIC FINANCIAL SERVICES, INC.

☐ Articles of Incorporation/Authorization to Transact Business

☒ Amendment

☐ Change of Agent

☐ Reinstatement

☐ Conversion

☐ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

☐ Other \_\_\_\_\_

ANY ISSUES, CALL  
MARCEL:

(518) 213 - 0826

Thank you!

Authorized Amount: \$35.00

Signature: Marcel Ogbonna-Amu

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2023 JUN 21 AM 9:29

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION  
OF

LADENBURG THALMANN FINANCIAL SERVICES INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FIRST: This Corporation is named Ladenburg Thalmann Financial Services Inc. (the "Corporation"). The Articles of Incorporation of the Corporation were originally filed with the Secretary of State of the State of Florida and became effective on February 2, 1996. Articles of Amendment to the Articles of Incorporation were filed and became effective on October 2, 1996, August 24, 1999, May 8, 2001, November 6, 2002, April 3, 2006, May 9, 2013, May 24, 2013, June 24, 2013, June 13, 2014, June 25, 2014, November 21, 2014, May 22, 2015, May 18, 2016, May 22, 2017 and May 26, 2020.

SECOND: The Articles of Incorporation of the Corporation are hereby amended by deleting Article I in its entirety and by substituting the following new Article in lieu thereof:

**"Article I – Name**

The name of the Corporation is Osaic Financial Services, Inc. (the "Corporation")"


THIRD: The foregoing Amendment to the Articles of Incorporation was duly adopted by the Corporation's Board of Directors on June 16, 2023 in accordance with the provisions of Section 607.1003 of the Florida Business Corporation Act and thereafter was duly approved by the Corporation's shareholders by a sufficient number of votes cast for the approval of the Amendment on June 16, 2023 in accordance with the provisions of the Sections 607.1003 and 607.0725 of the Florida Business Corporation Act.

FOURTH: These Articles of Amendment shall become effective on June 21, 2023.

[signature on following page]

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be signed in its name and on its behalf on this 21st day of June, 2023.

**LADENBURG THALMANN FINANCIAL SERVICES INC.**

By: 

Name: Abby Henig

Title: Assistant Secretary

**ACTION BY UNANIMOUS WRITTEN CONSENT  
OF THE BOARD OF DIRECTORS OF  
LADENBURG THALMANN FINANCIAL SERVICES INC.**

**June 16, 2023**

THE UNDERSIGNED, constituting the entire Board of Directors (the "Board") of **LADENBURG THALMANN FINANCIAL SERVICES INC.**, a Florida corporation (the "Corporation"), takes the following actions under the authority of Section 607.0821, Florida Statute, by written consent without a meeting.

**Change in Corporate Name, Amendment to Articles of Incorporation:**

**WHEREAS**, the Board believes it is advisable and in the best interests of the Corporation to change the corporate name and to adopt the Amendment to the Articles of Incorporation (the "Amendment"), as set forth in **Exhibit A**.

**NOW, THEREFORE, BE IT RESOLVED**, that the Board hereby approves, authorizes and adopts the Amendment and recommends that the sole shareholder of the Corporation approve the Amendment, as set forth in Exhibit A; and it is further

**RESOLVED**, that the Amendment shall be submitted to the sole shareholder of the Corporation for its consideration and approval in accordance with the Florida Business Corporation Act; and

**RESOLVED**, that upon the approval of the Amendment by the sole shareholder of the Corporation in accordance with the provisions of the Articles of Incorporation and the laws of Florida, the appropriate officers of the Corporation are authorized to execute and file for and on behalf of the Corporation the Amendment in the form and manner required by the laws of the State of Florida, and to execute and deliver any and all necessary certificates, authorizations, and other writer instruments, and in general to do all acts necessary or appropriate to carry out the purposes of the foregoing resolutions; and it is further

**General**

**RESOLVED**, that in addition to and without limiting the foregoing, the officers of the Corporation be, and each of them hereby is, authorized to take, or cause to be taken, such further action, and to execute and deliver, or cause to be delivered, for and in the name and on behalf of the Corporation, all such instruments and documents as such officer may deem appropriate in order to effect the intent of the foregoing resolutions (as conclusively evidenced by the taking of such action or the execution and delivery of such instruments, as the case may be) and all actions heretofore taken by the officers and agents of the Corporation in connection with the foregoing recitals and resolutions be, and hereby are, approved, ratified and confirmed in all respects as the acts and deeds of the Corporation; and it is further

**RESOLVED**, that the officers of the Corporation, or any one or more of them, be and they hereby are, authorized to do all acts and things; to incur all costs and expenses; and to execute and deliver, and, to the extent necessary, file with any governmental agencies any and all agreements, documents and certificates as may be necessary or appropriate to implement any and all of the foregoing resolutions; and it is further

**RESOLVED**, that each of the undersigned hereby ratifies, approves and confirms in all respects any and all actions taken on behalf of the Corporation by any officer, shareholder, employee, agent, or

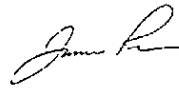
attorney of, or acting on behalf of, the Corporation heretofore and in connection with the foregoing resolutions; and it is further

**RESOLVED**, that this Unanimous Written Consent may be executed in one or more counterparts, all of which together shall be deemed to be one and the same instrument.

[The Remainder of This Page Intentionally Left Blank]

**IN WITNESS WHEREOF**, the undersigned, being the entire Board of Directors of the Corporation, have executed this Action by Unanimous Written Consent as of the date first written above.

**BOARD OF DIRECTORS**



---

Jamie Price

---

Jon Frojen

---

Matthew Schlueter

---

Gregory Cornick

**IN WITNESS WHEREOF**, the undersigned, being the entire Board of Directors of the Corporation, have executed this Action by Unanimous Written Consent as of the date first written above.

**BOARD OF DIRECTORS**

\_\_\_\_\_  
Jamie Price

A handwritten signature in black ink, appearing to read 'Jon Krojen', written over a horizontal line.

\_\_\_\_\_  
Jon Krojen

\_\_\_\_\_  
Matthew Schlueter

\_\_\_\_\_  
Gregory Cornick

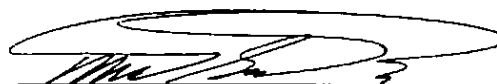


**IN WITNESS WHEREOF**, the undersigned, being the entire Board of Directors of the Corporation, have executed this Action by Unanimous Written Consent as of the date first written above.

**BOARD OF DIRECTORS**

\_\_\_\_\_  
Jamic Price

\_\_\_\_\_  
Jon Frojen



Matthew Schlueter

\_\_\_\_\_  
Gregory Cornick

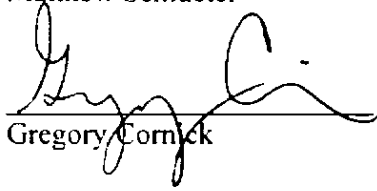
**IN WITNESS WHEREOF**, the undersigned, being the entire Board of Directors of the Corporation, have executed this Action by Unanimous Written Consent as of the date first written above.

**BOARD OF DIRECTORS**

\_\_\_\_\_  
Jamie Price

\_\_\_\_\_  
Jon Frojen

\_\_\_\_\_  
Matthew Schlueter

  
\_\_\_\_\_  
Gregory Cornick

**Exhibit A**

**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION  
OF  
LADENBURG THALMANN FINANCIAL SERVICES INC.**

FIRST: This Corporation is named Ladenburg Thalmann Financial Services Inc. (the "Corporation"). The Articles of Incorporation of the Corporation were originally filed with the Secretary of State of the State of Florida and became effective on February 2, 1996. Articles of Amendment to the Articles of Incorporation were filed and became effective on October 2, 1996, August 24, 1999, May 8, 2001, November 6, 2002, April 3, 2006, May 9, 2013, May 24, 2013, June 24, 2013, June 13, 2014, June 25, 2014, November 21, 2014, May 22, 2015, May 18, 2016, May 22, 2017 and May 26, 2020.

SECOND: The Articles of Incorporation of the Corporation are hereby amended by deleting Article I in its entirety and by substituting the following new Article in lieu thereof:

**"Article I – Name**

The name of the Corporation is Osaic Financial Services, Inc. (the "Corporation")"

THIRD: The foregoing Amendment to the Articles of Incorporation was duly adopted by the Corporation's Board of Directors on June 16, 2023 in accordance with the provisions of Section 607.1003 of the Florida Business Corporation Act and thereafter was duly approved by the Corporation's shareholders by a sufficient number of votes cast for the approval of the Amendment on June 16, 2023 in accordance with the provisions of the Sections 607.1003 and 607.0725 of the Florida Business Corporation Act.

FOURTH: These Articles of Amendment shall become effective on June 21, 2023.

[signature on following page]

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be signed in its name and on its behalf on this 21st day of June, 2023.

**LADENBURG THALMANN FINANCIAL SERVICES INC.**

By: 

Name: Abby Henig

Title: Assistant Secretary

**ACTION BY WRITTEN CONSENT  
IN LIEU OF A SPECIAL MEETING OF  
THE SOLE SHAREHOLDER OF  
LADENBURG THALMANN FINANCIAL SERVICES INC.**

**June 16, 2023**

THE UNDERSIGNED, being the sole shareholder of LADENBURG THALMANN FINANCIAL SERVICES INC., a Florida corporation (the "Corporation"), takes the following actions under the authority of Section 607.0704, Florida Statute, by written consent without a meeting.

**Change in Corporate Name; Amendment to Articles of Incorporation**

**WHEREAS**, the undersigned is the sole shareholder of the Corporation; and

**WHEREAS**, on June 16, 2023, the Board of Directors of the Corporation, acting by Unanimous Written Consent pursuant to the authority under Section 607.0704 approved the change in corporate name and approved, authorized and adopted the Amendment to the Articles of Incorporation (the "Amendment"), and recommended that the sole shareholder of the Corporation approve the Amendment as set forth in **Exhibit A**, whereby the Corporation would be renamed Osaic Financial Services, Inc.

**NOW, THEREFORE, BE IT RESOLVED**, that the Amendment is hereby approved in all respects; and it is further

**RESOLVED**, that the appropriate officers of the Corporation are authorized to execute and file for and on behalf of the Corporation the Amendment in the form and manner required by the laws of the State of Florida, and to execute and deliver any and all necessary certificates, authorizations, and other writer instruments, and in general to do all acts necessary or appropriate to carry out the purposes of the foregoing resolutions; and it is further

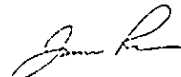
**RESOLVED**, that the undersigned hereby ratifies, approves and confirms in all respects any and all actions taken on behalf of the Corporation by any officer, shareholder, employee, agent, or attorney of, or acting on behalf of, the Corporation heretofore and in connection with the foregoing resolutions.

[The Remainder of This Page Intentionally Left Blank]

IN WITNESS WHEREOF, the undersigned, being the sole shareholder of the Corporation, has executed this Action by Written Consent as of the date first written above.

**SHAREHOLDER**

**AG Intermediate Corp.**

By:   
Name: Jamie Price  
Title: Chief Executive Officer