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State of Tennessee

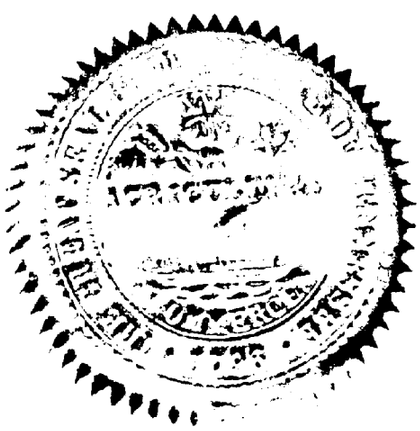


Department of State

I, **Joe C. Carr**, Secretary of State of the State of Tennessee, do hereby certify that the annexed Instrument with Certificate of Acknowledgment was filed in my office and recorded on the 28th day of April 1969

IN CORPORATION RECORD AMENDMENT BOOK P-52, PAGE 6795

In Testimony Whereof, I have hereunto subscribed my Official Signature and by order of the Governor affixed the Great Seal of the State of Tennessee at the Department in the City of Nashville, this 28th day of April A.D. 1969



Secretary of State.

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AMENDMENT TO CHARTER OF INCORPORATION

At a meeting of the Board of Directors of GUARANTY BOND & SECURITIES CORPORATION, duly held at the office of said corporation in Nashville, Tennessee, on the 6th day of November, 1968, the following resolution was adopted, its advisability declared and a meeting of the stockholders duly called to vote thereon; which resolution is as follows:

"WHEREAS, a review of the Charter of Incorporation of this Corporation which was filed on the 16th day of April, 1962 in Corporation Record Book Volume 63, page 214 and the Amendment thereto which was filed on December 1, 1964 in P-50, page 1263, shows the name of the Corporation as GUARANTY BOND & SECURITIES CORPORATION in the First section of the said Charter and also in the said Amendment and further shows under the Second section of the said Charter the address of the principal office of this Corporation as 1717 West End Building, Nashville, Tennessee; and

WHEREAS, it is desired that the name of the said Corporation be changed to GUARANTY BOND AND SECURITIES CORPORATION and the address of the principal office be changed to 2312 West End Avenue, Nashville, Tennessee.

NOW, THEREFORE, BE IT RESOLVED that the said original Charter of Incorporation which was filed in Corporation Record Book Volume 63, page 214 and the said Amendment to Charter of Incorporation which was filed in P-50, page 1263 be amended so as to show the name of the said Corporation as GUARANTY BOND AND SECURITIES CORPORATION and the address of the principal office of said Corporation as 2312 West End Avenue, Nashville, Tennessee."

WE, H. Jere Huey and Brooks T. Huey, the President and Secretary, respectively, of Guaranty Bond & Securities Corporation, a corporation chartered and organized under the laws of the State of Tennessee, in pursuance to directions from the Directors of the corporation, hereby certify that at a meeting of the stockholders of said corporation, legally called and held at the office of said corporation in the city of Nashville, Tennessee, a resolution in writing was adopted by an affirmative vote of the stockholders, said affirmative vote representing a majority of the shares of stock in said corporation, declaring the desire of the stockholders to amend the charter of their said company for the purposes set forth in said resolution above set out, and that said resolution was duly entered on the minutes of said corporation:

Now, Therefore, we hereby certify to the fact of the adoption of said resolution by the stockholders of said corporation for the purposes set out, to the end

that this certificate may be duly recorded in the office of the Secretary of State.

Witness our hands this the 28th day of April, 1969.

President

Secretary

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, a Notary Public of the county aforesaid H. Jere Huey and Brooks T. Huey with whom I am personally acquainted and who made oath before me in due form of law that H. Jere Huey is the president and Brooks T. Huey is the Secretary of GUARANTY BOND & SECURITIES CORPORATION and that the statements made in the foregoing certificate are true.

Witness my hand and official seal at office in NASHVILLE, Tennessee, this the 28th day of April, 1969.

Notary Public

My commission expires:
My Commission Expires February 14, 1973

WE, the undersigned, comprising a majority of the Board of Directors of GUARANTY BOND & SECURITIES CORPORATION, apply to the State of Tennessee for an amendment to the charter of that corporation for the purposes therein shown.

Witness our signatures this the 28th day of April, 1969.

H. Jere Huey

Brooks T. Huey

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, Donald M. Watson, a Notary Public of the county aforesaid, the within named H. JERE HUEY and BROOKS T. HUEY, Directors of GUARANTY BOND & SECURITIES CORPORATION with whom

I am personally acquainted and who acknowledge that as such Directors they executed the within application for an amendment to the charter of incorporation for the purposes therein contained and expressed.

Witness my hand and seal of office, this the 25th day of April, 1969.

Donald W. Watson
Notary Public

My commission expires:
My Commission Expires February 14, 1973

Mail Guaranty Bond & Securities
2312 West End Ave
Nash. Tenn

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State of Tennessee

THE GREAT SEAL OF THE STATE OF TENNESSEE
XVI
AGRICULTURE
COMMERCE
1796

AMENDMENT TO

Charter of Incorporation

of

GUARANTY BOND & SECURITIES CORPORATION

(name changed to)

GUARANTY BOND AND SECURITIES CORPORATION

RECEIVED FEE, $ 10.00

RECEIVED TAX, $

TOTAL, $ 10.00

Secretary of State.

A38737

IDENTIF. REFERENCE

APR 28 3 42 PM '69

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TENN.

APR 28 MISC

A* 7.00 * 7.00