

Filing fee: \$75.00

APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY
OF

Pacific Equities Network Corporation

43602
FILED
MAR 6 1993
BY [Signature]
157340

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-111 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for an Amended Certificate of Authority to transact business in Rhode Island, and for that purpose submits the following statement:

FIRST: A Certificate of Authority was issued to the corporation by your office on June 29, 1987, authorizing it to transact business in Rhode Island under the name of Pacific Equities Network Corporation

SECOND: The corporate name of the corporation has been changed to Pacific Mutual Distributors, Inc.
[If no change, so indicate]

THIRD: The name which it elects to use hereafter in Rhode Island is Pacific Mutual Distributors, Inc.

FOURTH: It desires to pursue in the transaction of business in Rhode Island other or additional purposes than those set forth in its prior Application for a Certificate of Authority, as follows: No Change
[If no other or additional purposes are proposed, insert "No change."]

FIFTH: Other amendments, if any, to Certificate of Authority previously issued:
[see §§7-1.1-103, 7-1.1-109, 7-1.1-110. of the General Laws, 1956, as amended.] (If increase of authorized capital stock, state:

Number of
Shares

Class

Series

Par Value per Share
or Statement that
Shares are without
Par Value

N/A

- (A): An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 0.
- (B): An estimate of the value of its property to be located within Rhode Island during such year is \$ 0.
- (C): An estimate of the gross amount of business to be transacted by it during such year is \$ + or - 36,855,420.
- (D): An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 0.

Dated February 28, 1996

Pacific Mutual Distributors, Inc.

By Gerald W. Robinson

Its President

and Audrey L. Milfs

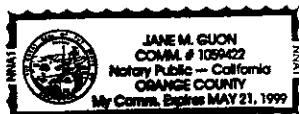
Its Secretary

STATE OF CALIFORNIA

COUNTY OF ORANGE

} Sc.

At Newport Beach, CA in said County on the 28th day
of February 19 96, before me personally appeared Gerald W. Robinson and
Audrey L. Milfs, who being by me first duly sworn, declared that he ^{she} is the
President/Secretary of Pacific Mutual Distributors, Inc.,
that he signed the foregoing document as such President/Secretary
of the corporation, and that the statements therein contained are true.



(NOTARIAL SEAL)

Jane M. Guon

Notary Public