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ID Number: 35 12



Form No. 151

R1041 - 11/22/99 CT System Online

Revised: 01/99

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

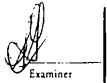
(To Be Filed In Duplicate Original)

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:

1.	The name of the corporation is Allmerica Investments, Inc.
2.	It is incorporated under the laws of Massachusetts
3.	A Certificate of Authority was issued to the corporation by the office of the Secretary of State of the State of Rhode Island on 09/03/85, authorizing it to transact business in Rhode Island under the name of: Allmerica Investments, Inc.
4.	The corporate name of the corporation has been changed to VcraVcst Investments, Inc.
	(If no change, so indicate.)
5.	The name, if different, which it elects to use in Rhode Island is:
	(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island: N/A
	(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this Application: N/A
6.	The corporation 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:
	(If no other or additional purposes are proposed, insert "No Change.")
	No Change
	ii, must one.
	JAN 2 8 2003

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No	Total Number of Authorized Shares Change	Class	<u>Series</u>	Par Value or Statement that Shares are without Par Value
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 8. (a)	An estimate of the value of is \$ 0	all property to be own	ed by the corporation for	the following year, wherever located,
(b)	An estimate of the value of is \$ 0	the corporation's prop	erty to be located within	Rhode Island during the following year
(c)	corporation to be located w	ithin this state during the uring the following year	ne following year bears t	estimated value of the property of the othe value of all property of the M/A%. [divide (b) by (a) and
9. (a)	An estimate of the gross ar \$ 90,000,000	nount of business to be	e transacted by the corp	pration during the following year is
(b)	An estimate of the gross ar Rhode Island during the fo	mount of business to b llowing year is \$ 900,0	e transacted by the corp	oration at or from places of business in
,	the corporation at or from p thereof which will be transa and multiply by 100 to obta	places of business in the corporation in the percentage	is state during the follow n during the following ye	ring year bears to the gross amount ar is1_%. [divide (b) by (a)
10. Ex	the corporation at or from p thereof which will be transa and multiply by 100 to obta cept as herein modified, the	places of business in the cted by the corporation in the percentage] I original Application for	is state during the follow n during the following ye or Certificate of Authority	ring year bears to the gross amount ar is1_%. [divide (b) by (a)
10. Ex	the corporation at or from pathereof which will be transated and multiply by 100 to obtain the confirmed, ratified and interest confirmed, ratified and interest confirmed.	places of business in the cted by the corporation in the percentage] I original Application for	is state during the follow n during the following ye or Certificate of Authority nce into this Application f	ring year bears to the gross amount ar is 1 %. [divide (b) by (a) continues in full force and effect and is or Amended Certificate of Authority.
10. Ex	the corporation at or from p thereof which will be transa and multiply by 100 to obta cept as herein modified, the	places of business in the cted by the corporation in the percentage] I original Application for	is state during the follow n during the following ye or Certificate of Authority nce into this Application f	ring year bears to the gross amount ar is 1 %. [divide (b) by (a) continues in full force and effect and is or Amended Certificate of Authority.
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10. Exhe	the corporation at or from pathereof which will be transaction and multiply by 100 to obtain the company of the confirmed and in the co	places of business in the acted by the corporation in the percentage] coriginal Application for incorporated by referen	or Certificate of Authority ince into this Application for Exact Name By President or	ring year bears to the gross amount ar is
10. Exhe Date: 1	the corporation at or from pathereof which will be transacted and multiply by 100 to obtain the preby confirmed, ratified and in the preby confirmed, ratified and in the preby confirmed and in the preby confirm	places of business in the acted by the corporation in the percentage] original Application for incorporated by reference to the percentage of the percentag	is state during the following yet in during the following yet or Certificate of Authority ince into this Application for Exact Name By President or By Secretary or day of January who, being by the corporation and that	ring year bears to the gross amount ar is



The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth One Ashburton Place, Boston, Massachusetts 02108-1512

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ARTICLES OF AMENDMENT (General Laws, Chapter 156B, Section 72)

We, William F. Monroe, Ir	, TRNGENCE Vice President.
and <u>Charles F. Cronin</u>	, *Clerk / *XSONEXXXXXXXXXXXXXX
of Allmerica Investments, Inc. (Exact name of corp	veration)
407 1 Court Warrant Manual 1962	
located at 440 Lincoln Street, Worcester, Massachusetts 01653 (Street address of corporation	in Massachusetts)
certify that these Articles of Amendment affecting articles numbered:	
(Number those articles 1, 2, 3, 4, 5	and/or 6 being amended)
of the Articles of Organization were duly adopted at a meeting held on \overline{D}	ecember 18, 20 02, by vote of:
	953 shares outstanding,
shares of	shares outstanding, and
shares of	shares outstanding,
1**being at least a majority of each type, class or series outstanding and en HEXICHECKERACKERACKERACKERACKERACKERACKERACKER	хихихихих ханих хих которо от распольных применти и предоставления и пред
"Delete the inapplicable words. "Polete the inapplicable clause. "For amendments adopted pursuant to Chapter 156B, Section 70. "For amendments adopted pursuant to Chapter 156B, Section 71. Note: If the space provided under any article or item on this form is insufficient, only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch.	additions thall be set forth on one tide Additions to more than one article may be

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THECOMMONWEALTHOFMASSACHUSETIS

ARTICLES OF AMENDMENT

(General Laws, Chapter 156B, Section 72)

CORPORATION DIVISION

I hereby approve the within Articles of Amendment and, the filing fee in
the amount of \$100 having been paid, said arricles are deemed
I hereby approve the within Articles of Amendment and, the filing fee in the amount of \$ 100 having been paid, said articles are deemed to have been filed with me this 1 day of 100000000000000000000000000000000000
20 02 .

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

A TRUE COPY ATTEST

MILLIAM FRANCIS GALVIN
SECRETARY OF THE COMMONWEALTH

DATE J CLERK L

TO BE FILLED IN BY CORPORATION Photocopy of document to be sent to:

Allmerica	Investments, Inc.	
Attn: Corp	porate Secretary, 440 Lincoln Street	
Worcester,	MA 01653	
Гејерhone:	(508) 855-2319	

To change the number of shares and the par value (if any) of any type, class or series of stock which the corporation is authorized to issue, fill in the following:

The total presently authorized is:

WITHOUTPARVALUESTOCKS		WITH PAR VALUESTOCKS		
ТҮРЕ	NUMBER OF SHARES	TYPE	NUMBEROFSHARES	PARVALUE
Common:		Common:	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
Preferred:		Preferred:		

Change the total authorized to:

WITHOUT PAR VALUESTOCKS		WITH PARVALUE STOCKS		
ТҮРЕ	NUMBEROFSHARFS	TYPE	NUMBER OF SHARES	PARVALUE
Common:		Common:		
Preferred:		Preferred:		

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than thirty days after such filing, in which event the amendment will become effective on such later date. Later effective date: January 3, 2003 SIGNED UNDER THE PENALTIES OF PERJURY, this 18th day of December , 20 02 , Charles F. Cronin *Delete the inapplicable words. MA006 - 04/29/02 C T Syeem Online