

Filing Fee: \$75.00

ID Number: 35722



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 VeraVest 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

FILED

JAN 28 2003

By [Signature]

7. If there has been an increase in the authorized shares of the corporation, list the total number of authorized shares, including the increase (If there has been no increase in shares, insert "no change"):

<u>Total Number of Authorized Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
No Change			

8. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 0.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is N/A %. [divide (b) by (a) and multiply by 100 to obtain the percentage]
9. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 90,000,000.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 900,000.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 1 %. [divide (b) by (a) and multiply by 100 to obtain the percentage]
10. Except as herein modified, the original Application for Certificate of Authority continues in full force and effect and is hereby confirmed, ratified and incorporated by reference into this Application for Amended Certificate of Authority.

Date: 01/03/03

Allmerica Investments, Inc.

Print Exact Name of Corporation Making Application

By [Signature]

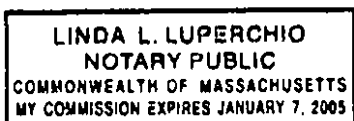
☐ President or ☒ Vice President (check one)

By [Signature] ^{AND}

☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF Massachusetts
COUNTY OF Worcester

In Worcester, on this 3rd day of January, 2003, personally appeared before me William F. Monroe, Jr. who, being by me first duly sworn, declared that he/she is the Vice President of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.



[Signature]
Notary Public Linda L. Luperchio
My Commission Expires: 01/07/05

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

~~Name~~
Approved

PC

820420

0510, 05211

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT

(General Laws, Chapter 156B, Section 72)

SECRETARY OF THE
COMMONWEALTH
02 DEC 19 PM 1:31
CORPORATION DIVISION

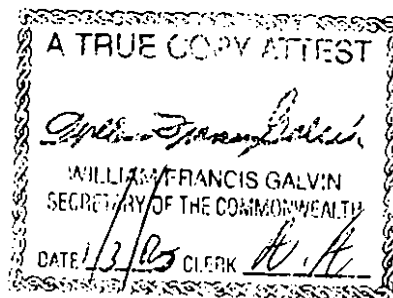
I hereby approve the within Articles of Amendment and, the filing fee in
the amount of \$ 100.00 having been paid, said articles are deemed
to have been filed with me this 19th day of September
20 02.

Effective date: 1/3/2003

William Francis Galvin

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth



TO BE FILLED IN BY CORPORATION

Photocopy of document to be sent to:

Allmerica Investments, Inc.

Attn: Corporate Secretary, 440 Lincoln Street

Worcester, MA 01653

Telephone: (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:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

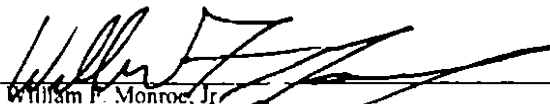
Change the total authorized to:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
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.



William F. Monroe, Jr.

~~President~~ / *Vice President.



Charles F. Cronin

, *Clerk / ~~Associate Clerk~~

*Delete the inapplicable words.