

APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY
OF

SMA Equities, Inc.

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 _____, 19____, authorizing it to transact business in Rhode Island under the name of SMA Equities, Inc.

SECOND: The corporate name of the corporation has been changed to Allmerica Investments, Inc.
(If no change, so indicate)

THIRD: The name which it elects to use hereafter in Rhode Island is Allmerica Investments, 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:
(If no other or additional purposes are proposed, insert "No change.")

No change

FIFTH: Other amendments, if any, to Certificate of Authority previously issued: (sec §§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
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No change

WHEREVER LOCATED, IS

- (B): An estimate of the value of its property to be located within Rhode Island during such year is \$
- (C): An estimate of the gross amount of business to be transacted by it during such year is \$
- (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 \$

Dated April 1, 19 92

Allmerica Investments, Inc.

By Richard M. Reilly
Richard M. Reilly
Its President
and Abigail M. Armstrong
Abigail M. Armstrong
Its Clerk (Secretary)

STATE OF Massachusetts }
COUNTY OF Worcester } Sc.

of April 1, 19 92, before me personally appeared
Abigail M. Armstrong, who being by me first duly sworn, declared that he is the
Clerk (Secretary) of Allmerica Investments, Inc.,
that he signed the foregoing document as such Clerk (Secretary)
of the corporation, and that the statements therein contained are true.

John H. Haulton
Notary Public

(NOTARIAL SEAL)

RECEIVED
SECRETARY OF STATE
CORPORATION DIV.
JUN 9 9 19 AM '92
#9
91630
CORPORATION JUN 9 1992

The Commonwealth of Massachusetts

OFFICE OF THE MASSACHUSETTS SECRETARY OF STATE
MICHAEL J. CONNOLLY, Secretary
ONE ASHBURTON PLACE, BOSTON, MASSACHUSETTS 02108

021

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

FEDERAL IDENTIFICATION
NO. 04-2448927

FR
Examined
JA

We Richard M. Reilly President/Vice-President, and
Abigail M. Armstrong Clerk/Ashburton Clerk of

SMA Equities, Inc.
(EXACT Name of Corporation)

located at 100 Lincoln Street, Worcester, MA 01602
(MASSACHUSETTS Address of Corporation)

do hereby certify that these ARTICLES OF AMENDMENT affecting Articles NUMBERED:

One (1)

(Number these articles 1, 2, 3, 4, 5 and/or 6 being amended hereby)

of the Articles of Organization were duly adopted at a meeting held on February 20 19 92, by
vote of Board of Directors, such vote was unanimous

FR
True
Approved

250 shares of common out of 250 shares outstanding,
(type, class & series, if any)

 shares of out of shares outstanding, and
(type, class & series, if any)

 shares of out of shares outstanding,
(type, class & series, if any)

NOTE: being at least a majority of each type, class or series outstanding and entitled to vote
CLASS: Common
CLASS: being at least two-thirds of each type, class or series outstanding and entitled to vote
CLASS: shares of each type, class or series, which these rights are expressly affected
CLASS: thereupon

Voted to change the name of the corporation from SMA Equities, Inc. to
Alliance Investments, Inc.

SECRETARY OF STATE
CORPORATIONS DIV.

JUL 9 9 19 AM '92

REC
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PC

- For amendments adopted pursuant to Chapter 156B, Section 72
- For amendments adopted pursuant to Chapter 156B, Section 71

NOTE: If the space provided under any Amendment is less than six lines in length, additional space shall be set forth on separate
pages and all pages bearing a like heading margin of at least 1 inch for binding. Additions to space then one Amendment may
be continued on a single sheet as long as each Amendment regarding such one addition is clearly indicated.

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

TYPE	NUMBER OF SHARES
COMMON.....
.....
PREFERRED.....
.....

WITH PAR VALUE STOCKS

TYPE	NUMBER OF SHARES	PAR VALUE
COMMON.....
.....
PREFERRED.....
.....

CHANGE the total authorized to:

WITHOUT PAR VALUE STOCKS

TYPE	NUMBER OF SHARES
COMMON.....
.....
PREFERRED.....
.....

WITH PAR VALUE STOCKS

TYPE	NUMBER OF SHARES	PAR VALUE
COMMON.....
.....
PREFERRED.....
.....

The foregoing amendment will become effective when these articles of amendment are filed in accordance with Chapter 154B, Section 6 of The General Laws when these articles qualify, in accordance with the vote adopting the amendment, a later effective date not more than sixty days after such filing, in which event the amendment will become effective on such later date. **EFFECTIVE DATE** April 1, 1971

WE WITNESSES WHEREOF AND UNDER THE SEAL OF THE CORPORATION, we have hereunto signed our names
this 10th day of February, in the year 1971.

Richard L. Pich President/Non President
Alvin R. O'Leary Clerk/Assistant Clerk

40385

387538

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT

GENERAL LAWS, CHAPTER 156B, SECTION 72

SECRETARY OF THE COMMONWEALTH
652 EBR -5 FRI 66
REGISTRATION DIVISION

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 taken effect on the 5TH day of MARCH 1992

Eff. April 1 1992
Michael J. Connolly
MICHAEL J. CONNOLLY
Secretary of State

TO BE FILLED IN BY CORPORATION

PROTOCOL OF ARTICLES OF AMENDMENT TO BE SENT

TO:

Abigail R. Arcuate
440 Lincoln Street
Wareham, MA 01969
Telephone (508) 558-2069

A TRUE COPY ATTEST
Michael Joseph Connolly
MICHAEL JOSEPH CONNOLLY
SECRETARY OF STATE
DATE 6/2/92 CLERK *[Signature]*