

80278

Filing fee: \$75.00

APPLICATION FOR  
AMENDED CERTIFICATE OF AUTHORITY

OF  
SLD Equities, Inc.

FILED

MAY 6 1 1995

By ME59144405

RECEIVED  
SECRETARY OF STATE  
MAY 1 1 56 PM '95

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 May 24, 1994, authorizing it to transact business in Rhode Island under the name of SLD Equities, Inc.

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

THIRD: The name which it elects to use hereafter in Rhode Island is ING America Equities, 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.")

COMMISSION OFFICE 100 STATE STREET, 1ST FLOOR, PROVIDENCE, RHODE ISLAND 02903

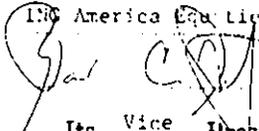
FIFTH: Other amendments, if any, to Certificate of Authority previously issued: (see §§ 7-1.1-103, 7-1.1-109, 7-1.1-110, of the General Laws, 1956, as amended.) (If increase of authorized capital stock, state:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
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no change

- (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 \$335,000,000 gross sales, \$3,000,000 retained (est. for 1995)
- (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 April 5, 1995

By  ING America Equities, Inc.  
Its Vice President  
and   
Its Secretary

STATE OF Colorado }  
COUNTY OF DENVER } SC.

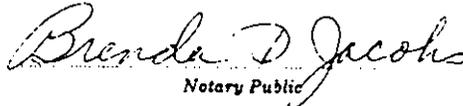
At DENVER in said County on the 5th day

of April 1995, before me personally appeared Bonnie C. Ditley

and Eugene L. Capeland, who being by me first duly sworn, declared that <sup>they are</sup> ~~he is~~ the  
Vice President & Secretary of ING America Equities, Inc.

that <sup>they</sup> ~~he~~ signed the foregoing document as such Officers

of the corporation, and that the statements therein contained are true.

  
Notary Public

My Commission Expires November 4, 1996

(NOTARIAL SEAL)

Mail to: Secretary of State  
Corporations Section  
1560 Broadway, Suite 200  
Denver, CO 80202  
(303) 894-2251  
Fax (303) 894-2242

For office use only

MUST BE TYPED  
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951034961 \$25.00  
SECRETARY OF STATE  
03-16-95 14:22

DI - 3/16/95 6:20

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION

Please include a typed  
self-addressed envelope

Pursuant to the provisions of the Colorado Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is SLD EQUITIES, INC. n/c/s

SECOND: The following amendment to the Articles of Incorporation was adopted on March 15,  
19 95, as prescribed by the Colorado Business Corporation Act, in the manner marked with an X below:

- No shares have been issued or Directors Elected - Action by Incorporators
- No shares have been issued but Directors Elected - Action by Directors
- Such amendment was adopted by the board of directors where shares have been issued.
- Such amendment was adopted by a vote of the shareholders. The number of shares voted for the amendment was sufficient for approval.

RESOLVED, that the name of the corporation shall be changed from "SLD Equities, Inc." to ING America Equities, Inc. ✓

FURTHER RESOLVED, that the name of the corporation is hereby amended in the Articles of Incorporation so that it shall read:

"The name of the corporation is ING America Equities, Inc."

THIRD: The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows:

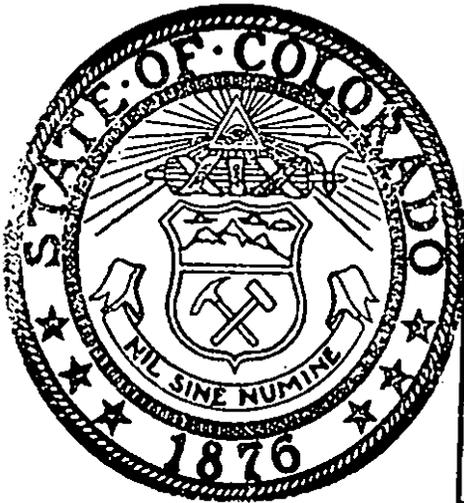
In the orderly course of business, in the manner directed by the officers of the Corporation.

If these amendments are to have a delayed effective date, please list that date: \_\_\_\_\_  
(Not to exceed ninety (90) days from the date of filing)

OUTER OFFICE COMPLETE  
ARR

SLD EQUITIES, INC.  
By Steve Laigner  
President

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STATE OF COLORADO  
DEPARTMENT OF STATE

I hereby certify that this is a true and complete copy of the document filed in this office and admitted to record in File 951634961

DATED March 27 1995

Vedra Buckley  
Secretary of State

By [Signature]

FILED  
MAY 01 1995  
By [Signature]

RECEIVED  
SECRETARY OF STATE  
MAY 1 1 56 PM '95