

4. The following amendment to the Articles of Incorporation of the surviving corporation shall be effected by the merger:

Article 1 of said Articles of Incorporation shall be changed so that it shall read as follows:

Article 1. The name of the Corporation shall be  
SUNAMERICA FINANCIAL CORPORATION.

SECOND: As to each of the undersigned corporations, the total number of shares outstanding, and the number of such shares voted for and against the Plan, are as follows:

<u>Name of Corporation</u>	<u>Number of Shares of Capital Stock Outstanding</u>	<u>Total Voted For</u>	<u>Total Voted Against</u>
Sun Finance Company-1201, Inc.	25	25	0
Sun Finance Company-1202, Inc.	25	25	0
Sun Finance Company-1203, Inc.	25	25	0
Sun Finance Company-1204, Inc.	1	1	0

THIRD: The merger shall become effective on the 31st day of December, 1978.

FOURTH: The registered offices of the undersigned corporations are set forth below opposite their respective names.

IN WITNESS WHEREOF, the undersigned corporations have caused these Articles of Merger to be executed in their respective names by their respective Vice Presidents and Assistant Secretaries as of the 10th day of November, 1978.

	<u>Registered Office</u>
SUN FINANCE COMPANY-1201, INC.	
By <u>M. Mandel</u> M. Mandel, Vice President	409 East North Street Greenville County Greenville, South Carolina
and <u>Yolanda A. Liotta</u> Yolanda A. Liotta, Assistant Secretary	
SUN FINANCE COMPANY-1202, INC.	
By <u>M. Mandel</u> M. Mandel, Vice President	33 Villa Road Greenville County Greenville, South Carolina
and <u>Yolanda A. Liotta</u> Yolanda A. Liotta, Assistant Secretary	