

B94000000422

BROWN BROTHERS HARRIMAN TRUST COMPANY OF FLORIDA
BROWN BROTHERS HARRIMAN & Co. BUILDING
787 FIFTH AVENUE SOUTH
NAPLES, FLORIDA 34102

TELEPHONE
(941) 263-4133
FACSIMILE
(941) 263-3107
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JAN 27 PM 3:25
FILED

January 23, 1997

By Certified Mail

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

000002413490--0
-01/27/98--01089--010
***105.00 ***105.00

Re: Limited Partnership #B94000000422

Dear Sirs:

CM

Enclosed please find the Certificate of Amendment to Application for Registration of Brown Brothers Harriman & Co. and a check in the amount of \$105.00 representing payment for the required filing fee (\$52.50) and a certified copy of the amendment (\$52.50).

Please send the certified copy of the amendment to my attention at the above address. Should you require additional information, please call me at (212) 493-8353.

Very truly yours,



Mary Brandimarte
Manager

enclosure

/fn
mary:sofltr.doc

b94-422

**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF**

Brown Brothers Harriman & Co. Limited Partnership
(insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this Certificate of Amendment to its registration application:

The registration application is amended as follows:

To admit the following as General Partners of Brown Brothers Harriman & Co. effective January 1, 1998:

John J. Borland, 125 S. Wacker Drive, Suite 2150, Chicago, IL 60606-4402
John A. Gehret, 525 Washington Boulevard, Jersey City, NJ 07310
Kristen F. Giarrusso, 40 Water Street, Boston, MA 02109
Susan C. Livingston, 40 Water Street, Boston, MA 02109
Andrew J. F. Tucker, 59 Wall Street, New York, NY 10005

To withdraw the following General Partner of Brown Brothers Harriman & Co. effective December 31, 1997:

Walter H. Brown

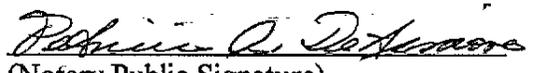

(Signature of a General Partner)

Anthony T. Enders, Managing Partner
(Typed or printed name of General Partner signature above)

STATE OF New York
COUNTY OF New York

On this 7th day of January, 1998, Anthony T. Enders
personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of


(Notary Public Signature)
PATRICIA A. DESIMONE
(Notary's Printed Name)

PATRICIA A. DESIMONE
Notary Public, State of New York
No. 43-4938113
Qualified in Richmond County
Certificate Filed in New York County
Commission Expires Aug. 1, 1998

Seal

My Commission Expires: Aug. 1, 1998

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