

B94000000422

(Requestor's Name)

140 Broadway

(Address)

(Address)

NY. NY 10005

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

B94-422

(Document Number)

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2013 MAR 27 AM 8:52  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

N. Culligan MAR 27 2013

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Brown Brothers Harriman & Co. Limited Partnership  
Name of Foreign Limited Partnership or Limited Liability Limited Partnership

The enclosed amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Kadeidre Screen

Contact Person

Brown Brothers Harriman & Co.

Firm/Company

140 Broadway

Address

New York, NY 10005

City, State and Zip Code

Kadeidre.Screen@bbh.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Kadeidre Screen

Name of Contact Person

at (212) 483 8356

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$52.50 Filing Fee

☐ \$61.25 Filing Fee  
and Certificate of  
Status

☐ \$105.00 Filing Fee  
and Certified Copy

☐ \$113.75 Filing Fee,  
Certified Copy, and  
Certificate of Status

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 19, 2013

BROWN BROTHERS HARRIMAN & CO.  
ATTN: OGC-CORP GOV  
140 BROADWAY  
NEW YORK, NY 10005

SUBJECT: BROWN BROTHERS HARRIMAN & CO. LIMITED PARTNERSHIP  
Ref. Number: B94000000422

We have received your document for BROWN BROTHERS HARRIMAN & CO. LIMITED PARTNERSHIP and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

*We are enclosing the proper form(s) with instructions for your convenience.*

The effective date must be specific and cannot be prior to the date of filing.

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Neysa Culligan  
Regulatory Specialist II

Letter Number: 513A00004072

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AMENDMENT TO CERTIFICATE OF AUTHORITY  
FOR  
FOREIGN LIMITED PARTNERSHIP OR  
LIMITED LIABILITY LIMITED PARTNERSHIP

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the limited partnership or limited liability limited partnership as it appears on the records of the Florida Department of State is:

Brown Brothers Harriman & Co. Limited Partnership, p

2. The jurisdiction of its formation is:

New York

3. The date the entity was authorized to transact business in Florida is:

10/19/94

4. If the amendment changes the name of the limited partnership or limited liability limited partnership, enter the new name:

Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.

Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.

5. If the amendment changes the general partner(s), list the name and business address of each general partner:

Name:

William E Rosensweig

Business Address:

International Commerce  
Centre / Austin Road West

Unit 1507

Kowloon, Hong Kong

Christopher C. Remondi

140 Broadway  
New York, NY 10005

6. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: \_\_\_\_\_

7. If the amendment corrects any false statement listed in the application, indicate the statement being corrected and the correction:  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

8. If the amendment is to add or delete an election to be a limited liability limited partnership statement, check the appropriate box:

- ☐ The entity elects to be a limited liability limited partnership.  
☐ The entity is no longer a limited liability limited partnership.

9. Attached is an original certificate, no more than 90 days olds, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

10. Effective date, if other than the date of filing: \_\_\_\_\_  
(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature of a general partner: \_\_\_\_\_

Typed or printed name:

Douglas A. Donahue, Jr.  
\_\_\_\_\_

Filing Fee:	\$52.50
Certified Copy (optional):	\$52.50
Certificate of Status (optional):	\$8.75

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Schedule A**

**Brown Brothers Harriman & Co. Limited Partnership**

GENERAL PARTNERS as of January 1, 2012

<u>Name</u>	<u>Office</u>
Thomas E. Berk	Brown Brothers Harriman & Co. 40 Water Street Boston, Massachusetts 02109
Brian A. Berris	Brown Brothers Harriman & Co. 140 Broadway New York, New York 10005-1101
Taylor S. Bodman	Brown Brothers Harriman & Co. 40 Water Street Boston, Massachusetts 02109
John J. Borland	Brown Brothers Harriman & Co. 150 South Wacker Drive, Suite 3250 Chicago, Illinois 60606
Timothy J. Connelly	Brown Brothers Harriman & Co. 40 Water Street Boston, Massachusetts 02109
Geoffrey M. Cook	c/o Brown Brothers Harriman (Luxembourg) S.C.A. 2-8 Avenue Charles De Gaulle B.P. 403 L-2014, Luxembourg
Carl C. Cutler	Brown Brothers Harriman & Co. 1531 Walnut Street Philadelphia, Pennsylvania 19102-3098
Douglas A. Donahue, Jr.	Brown Brothers Harriman & Co. 40 Water Street Boston, Massachusetts 02109
Dario Galindo	Brown Brothers Harriman & Co. 140 Broadway New York, New York 10005-1101

Kathryn C. George

Brown Brothers Harriman & Co.  
140 Broadway  
New York, New York 10005-1101

Kristen F. Giarrusso

Brown Brothers Harriman & Co.  
40 Water Street  
Boston, Massachusetts 02109

Timothy E. Hartch

Brown Brothers Harriman & Co.  
140 Broadway  
New York, New York 10005-1101

Kyosuke Hashimoto

c/o Brown Brothers Harriman Securities (Japan) Inc.  
1-2-8 Toranomon, Minato-ku  
Tokyo, 105-0001  
Japan

Landon Hilliard

Brown Brothers Harriman & Co.  
140 Broadway  
New York, New York 10005-1101

Jeffrey R. Holland

c/o Brown Brothers Harriman Investor  
Services Limited  
Park House,  
16-18 Finsbury Circus,  
London, EC2M 7EB, England

Charles O. Izard

Brown Brothers Harriman & Co.  
227 West Trade Street, Suite 2100  
Charlotte, North Carolina 28202

Jared S. Keyes

Brown Brothers Harriman & Co.  
140 Broadway  
New York, New York 10005-1101

Radford W. Klotz

Brown Brothers Harriman & Co.  
140 Broadway  
New York, New York 10005-1101

Susan C. Livingston

Brown Brothers Harriman & Co.  
40 Water Street  
Boston, Massachusetts 02109

T. Michael Long	Brown Brothers Harriman & Co. 140 Broadway New York, New York 10005-1101
Hampton S. Lynch, Jr.	Brown Brothers Harriman & Co. 140 Broadway New York, New York 10005-1101
Michael W. McConnell	Brown Brothers Harriman & Co. 140 Broadway New York, New York 10005-1101
Jeffrey B. Meskin	Brown Brothers Harriman & Co. 140 Broadway New York, New York 10005-1101
John P. Molner	Brown Brothers Harriman & Co. 140 Broadway New York, New York 10005-1101
Donald B. Murphy	Brown Brothers Harriman & Co. 140 Broadway New York, New York 10005-1101
Yukinori Nagahisa	c/o Brown Brothers Harriman Securities (Japan) Inc. 1-2-8 Toranomon, Minato-ku Tokyo, 105-0001 Japan
John A. Nielsen	Brown Brothers Harriman & Co. 140 Broadway New York, New York 10005-1101
Seán Páircéir	c/o Brown Brothers Harriman Trustee Services (Ireland) Limited Styne House Upper Hatch Street Dublin 2, Ireland
Christopher C. Remondi	Brown Brothers Harriman & Co. 140 Broadway New York, New York 10005-1101
A. Heaton Robertson III	Brown Brothers Harriman & Co. 40 Water Street Boston, Massachusetts 02109



William Rosensweig	c/o Brown Brothers Harriman (Hong Kong) Limited International Commerce Centre, 1 Austin Road West Kowloon, Hong Kong
Jeffrey A. Schoenfeld	Brown Brothers Harriman & Co. 140 Broadway New York, New York 10005-1101
Kevin W. Stone	Brown Brothers Harriman & Co. 140 Broadway New York, New York 10005-1101
W. Carter Sullivan III	Brown Brothers Harriman & Co. 140 Broadway New York, New York 10005-1101
Andrew J. F. Tucker	c/o Brown Brothers Harriman (Hong Kong) Limited International Commerce Centre, 1 Austin Road West Kowloon, Hong Kong
Lawrence C. Tucker	Brown Brothers Harriman & Co. 140 Broadway New York, New York 10005-1101
William B. Tyree	Brown Brothers Harriman & Co. 140 Broadway New York, New York 10005-1101
Maroia C. Velez	Brown Brothers Harriman & Co. 140 Broadway New York, New York 10005-1101
Douglas C. Walker	Brown Brothers Harriman & Co. 1531 Walnut Street Philadelphia, Pennsylvania 19102-3098
William J. Whelan, Jr.	Brown Brothers Harriman & Co. 40 Water Street Boston, Massachusetts 02109
Richard H. Witmer, Jr.	Brown Brothers Harriman & Co. 140 Broadway New York, New York 10005-1101

*New York State*  
**Department of Financial Services**

WHEREAS, the Superintendent of Financial Services of the State of New York has heretofore approved the verified certificate filed by:

**GENERAL PARTNERS/CLASS 1 LIMITED PARTNERS**

Thomas E. Berk	Jeffrey R. Holland	Christopher C. Remondi
Brian A. Berris	Charles O. Izard	A. Heaton Robertson III
Taylor S. Bodman	Jared S. Keyes	William E. Rosensweig
John J. Borland	Radford W. Klotz	Jeffrey A. Schoenfeld
Timothy J. Connelly	Susan C. Livingston	Kevin W. Stone
Geoffrey M. Cook	T. Michael Long	W. Carter Sullivan III
Carl S. Cutler	Hampton S. Lynch, Jr.	Andrew J. F. Tucker
Douglas A. Donahue, Jr.	Michael W. McConnell	Lawrence C. Tucker
Dario Galindo	Jeffrey B. Meskin	William B. Tyree
Kathryn C. George	John P. Molner	Maroa C. Velez
Kristen F. Giarrusso	Donald B. Murphy	Douglas C. Walker
Timothy E. Hartch	Yukinori Nagahisa	William J. Whelan, Jr.
Kyosuke Hashimoto	John A. Nielsen	Richard H. Witmer, Jr.
Landon Hilliard	Sean Pairceir	


**CLASS 2 LIMITED PARTNERS**

Walter H. Brown	Elbridge T. Gerry, Jr.	Michael Kraynak, Jr.
Anthony T. Enders	Robert R. Gould	Douglas L. Maine
Alexander T. Ercklentz	John C. Hanson	Eugene C. Rainis
Terrence M. Farley	Ronald J. Hill	Stokley P. Towles
John A. Gehret		

of **BROWN BROTHERS HARRIMAN & CO.**, who have applied for authorization to conduct within this State the business of Private Bankers, in accordance with the provisions of Article IV of the Banking Law, and it appearing that such business may be safely entrusted to such persons and that they have complied with the requirements of law and fulfilled all the conditions precedent to commencing business imposed by Chapter II of the Consolidated Laws;

**NOW, THEREFORE, I, REGINA A. STONE**, Deputy Superintendent, Foreign and Wholesale Banks, Banking Division, New York State Department of Financial Services, **DO HEREBY AUTHORIZE** the said named persons to transact the business of Private Bankers at 140 Broadway, New York, within this State, effective on or after February 1, 2013.

*Witness, my hand and official seal of the Department of Financial Services at the City of*  
*New York, this 1st day of February two thousand and thirteen.*

  
*Regina A. Stone*  
Deputy Superintendent  
Foreign and Wholesale Banks

*New York State*  
*Department of Financial Services*

*I, REGINA A. STONE, Deputy Superintendent, Foreign and Wholesale Banks, Banking Division, New York State Department of Financial Services, do hereby certify that I have caused the annexed copy of the **Authorization Certificate to Continue Business for BROWN BROTHERS HARRIMAN & CO.** – filed in the Office of the Superintendent of Financial Services on **February 1, 2013**, to be compared by a competent clerk with the original on file in the Department of Financial Services, and the same is a correct copy of said **certificate** and of the whole thereof.*

*IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Department of Financial Services at New York, New York, this 11<sup>th</sup> day of February 2013.*

*Regin A Stone*  
\_\_\_\_\_  
*Deputy Superintendent*  
*Foreign and Wholesale Banks*

*New York State*  
*Department of Financial Services*

*I, REGINA A. STONE, Deputy Superintendent, Foreign and Wholesale Banks, Banking Division, New York State Department of Financial Services, DO HEREBY CERTIFY:*

*THAT, the records in the Office of the Superintendent of Financial Services indicate that **BROWN BROTHERS HARRIMAN & CO.** is a partnership duly organized and existing under the laws of the State of New York as a private banker, pursuant to Article IV of the Banking Law; and*

*THAT, the Verified Certificate of **BROWN BROTHERS HARRIMAN & CO.** was filed in the Office of the Superintendent of Financial Services on June 15, 1934, and such partnership was authorized to commence business on June 15, 1934; and*

*I DO FURTHER CERTIFY THAT, **BROWN BROTHERS HARRIMAN & CO.** is validly existing as a banking organization with its principal office and place of business located at **140 Broadway, New York, New York.***

*WITNESS, my hand and official seal of the Department of Financial Services at the City of New York, this 11<sup>th</sup> day of February in the Year two thousand and thirteen.*

*Regina A. Stone*  
Deputy Superintendent  
Foreign and Wholesale Banks