F02000004607

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
03 AUG 29 PM 1:13
DIVISION OF CORPORATION

9/2/03
N/C
Amendment
SP

COBB & EISENBERG LLC

ATTORNEYS

JEFFREY B. COBB*
jcobb@cobbeisenberg.com

MATTHEW S. EISENBERG*
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*ALSO ADMITTED IN NEW YORK

2600 POST ROAD
SOUTHPORT, CONNECTICUT 06890
TELEPHONE (203) 254-0000 FACSIMILE (203) 254-6060

TWO SOUNDVIEW DRIVE, SUITE 100
GREENWICH, CONNECTICUT 06830
TELEPHONE (203) 622-7600

August 28, 2003

VIA FEDERAL EXPRESS
Division of Corporations
Registration Section
409 East Gaines Street
Tallahassee, FL 32314
Attention: Joey Bryan

Re: Collins Capital Advisors, Inc. *(f/k/a CW Advisors, Inc.)*

Dear Sir or Madam:

Enclosed for filing, in order to effectively change the name of the above referenced company from CW Advisors, Inc. to Collins Capital Advisors, Inc., please find (a) a Transmittal Letter, (b) the Application by Foreign Profit Corporation to File Amendment to the Application for Authorization to Transact Business in Florida (***2 copies***) by Collins Capital Advisors, Inc. (***f/k/a CW Advisors, Inc.***), a Delaware Corporation, along with (d) a check in the amount of $43.75 made payable to the Florida Department of State, in satisfaction of the applicable filing fees.

Please acknowledge receipt of this letter and the enclosed documents by date stamping the duplicate of this letter and returning it in the self-addressed stamped envelope. Should you have any questions regarding this matter or require any further documentation, please do not hesitate to call the undersigned at (203) 254-0000.

Sincerely,

Bethany Olejnick

Bethany Olejnick
Paralegal

Enclosures
cc: Collins Capital Advisors, Inc.

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: CW Advisors, Inc.
(Name of corporation)

DOCUMENT NUMBER: ____________________

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Bethany Oleynick, Paralegal
(Name of person)

Cobb & Eisenberg LLC
(Name of firm/company)

2600 Post Road
(Address)

Southport, CT 06890
(City/state and zip code)

For further information concerning this matter, please call:

Bethany Oleynick at (203)254-0000
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:

- [ ] $35.00 Filing Fee
- [X] $43.75 Filing Fee & Certificate of Status
- [ ] $43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- [ ] $52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

FO2000004607
(Document number of corporation (if known))

1. CW Advisors, Inc.
(Name of corporation as it appears on the records of the Department of State)

2. Delaware
(Incorporated under laws of)

3. September 6, 2002
(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? January 9, 2003

5. Collins Capital Advisors, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

8/25/03
(Date)

Michael J. Collins
(Typed or printed name)

President
(Title)

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CW ADVISORS, INC.", CHANGING ITS NAME FROM "CW ADVISORS, INC." TO "COLLINS CAPITAL ADVISORS, INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF JANUARY, A.D. 2003, AT 12 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3091967 8100

030016380

AUTHENTICATION: 2194867

DATE: 01-09-03

CERTIFICATE OF AMENDMENT

OF THE

CERTIFICATE OF INCORPORATION

OF

CW ADVISORS, INC.

CW Advisors, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify as follows:

FIRST: That the sole Director of the Corporation has duly adopted the following resolution setting forth the proposed amendment to the Certificate of Incorporation of the Corporation.

> RESOLVED, that the Certificate of Incorporation of the Corporation be amended by striking Article FIRST in its entirety and replacing therefor a new Article FIRST as follows:
>
> "FIRST: The name of the corporation is Collins Capital Advisors, Inc. (the "Corporation")."

SECOND: By written consent dated January 8, 2003 given in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware, the holder of all of the outstanding shares of capital stock of the Corporation approved the adoption of the aforesaid resolution and amendment.

THIRD: That this Amendment to the Certificate of Incorporation has been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 12:00 PM 01/09/2003
030014386 – 3091967

IN WITNESS WHEREOF, said Corporation has caused this Certificate of Amendment of the Certificate of Incorporation to be signed by its Assistant Secretary as of this 8th day of January, 2003.

CW ADVISORS, INC.

By: ______________________

Jeffrey B. Cobb

Assistant Secretary

TOTAL P.04