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C T CORPORATION SYSTEM

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660 East Jefferson Street

Address
Tallahassee, FL 32301 (850)222-1092
City State Zip Phone

700003144567--2
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*****35.00 *****35.00

CORPORATION(S) NAME

CCPC Holding Company, Inc.

to:

WKI Holding Company, Inc.

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- NonProfit
- Limited Liability Company
- Foreign
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CONNIE BRYAN

N.C.

G. COULLETTE FEB 23 2000

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

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TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. CCPC Holding Company, Inc.
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: Delaware
3. Date authorized to do business in Florida: January 2, 1992

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?
February 10, 2000
5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:
WKI Holding Company, Inc.
6. If the amendment changes the period of duration, indicate new period of duration.
No Change
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.



Signature
Name and Title

Raymond J. Kulla, Secretary

FEBRUARY 15, 2000

Date

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CCPC HOLDING COMPANY, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "WKI HOLDING COMPANY, INC.", THE TWENTY-SEVENTH DAY OF JANUARY, A.D. 2000, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE TENTH DAY OF FEBRUARY, A.D. 2000.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0232951

DATE: 02-02-00