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DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

N.C.
G. Ouellette MAR 14 2003



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 866782 4319506

AUTHORIZATION : *Patricia Pizote*

COST LIMIT : \$ 35.00

ORDER DATE : December 20, 2002

ORDER TIME : 11:07 AM

ORDER NO. : 866782-045

CUSTOMER NO: 4319506

CUSTOMER: Ms. Janet Acosta
Wyeth
5 Giralda Farms

Madison, NJ 07940

FOREIGN FILINGS

NAME: AMERICAN CYANAMID COMPANY

XX PROFIT
____ NON-PROFIT

XX CORPORATE
____ LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER: _____

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)

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

800918
(Document number of corporation (if known))

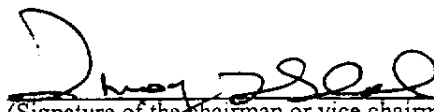
1. American Cyanamid Company
(Name of corporation as it appears on the records of the Department of State)
2. Maine (Incorporated under laws of) 3. January 15, 1917
(Date authorized to do business in Florida)

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? December 31, 2002
5. Wyeth Holdings Corporation
(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)


(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)

Timothy T. Slater
(Typed or printed name)

March 10, 2003
(Date)

Vice President and Assistant Secretary
(Title)

State of Maine



Department of the Secretary of State

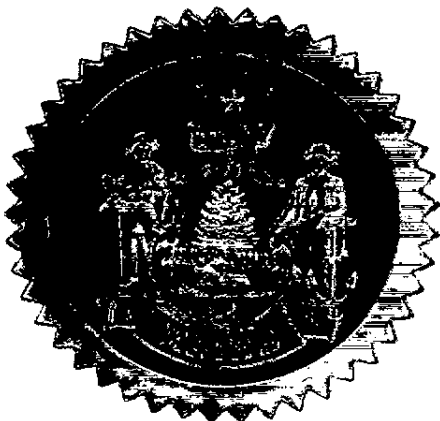
I, the Secretary of State of Maine, certify that according to the provisions of the Constitution and Laws of the State of Maine, the Department of the Secretary of State is the legal custodian of the Great Seal of the State of Maine which is hereunto affixed and of the records of organization, amendment, and dissolution of corporations and annual reports filed by the same.

I further certify that WYETH HOLDINGS CORPORATION, formerly AMERICAN CYANAMID COMPANY is a duly organized business corporation under the laws of the State of Maine and that the date of incorporation is July 23, 1907.

I further certify that an amendment to change the legal name from AMERICAN CYANAMID COMPANY to WYETH HOLDINGS CORPORATION was filed on December 31, 2002.

I further certify that said business corporation has filed annual reports due to this Department, and that no action is now pending by or on behalf of the State of Maine to forfeit the charter and that according to the records in the Department of the Secretary of State, said corporation is a legally existing business corporation in good standing under the laws of the State of Maine at the present time.

In testimony whereof, I have caused the Great Seal of the State of Maine to be hereunto affixed, given under my hand at Augusta, January 7, 2003.



DAN GWADOSKY
Secretary of State