

CT CORPORATION SYSTEM

821737

CORPORATION(S) NAME

Morgan Stanley DW Inc.

formerly: Dean Witter Reynolds Inc.

01 APR 24 PM 3:16  
FILED  
TALLAHASSEE  
SECRETARY OF STATE  
C. J. [Signature]  
[Signature]

600004065166--7  
04/25/01 81001--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

- |  |   |   |
|--|---|---|
| <input type="checkbox"/> Profit              | <input checked="" type="checkbox"/> Amendment   | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> Nonprofit           |   |   |
| <input type="checkbox"/> Foreign             | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reinstatement          |   |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other              |
|  | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> Change of RA       |
|  | <input type="checkbox"/> Fictitious Name        | <input type="checkbox"/> UCC                |
|  | <input type="checkbox"/> Photocopies            | <input type="checkbox"/> CUS                |
| <input type="checkbox"/> Call When Ready     | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> After 4:30         |
| <input checked="" type="checkbox"/> Walk-In  | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out            |   |   |

RECEIVED  
OFFICE OF SECRETARY OF STATE  
TALLAHASSEE, FL  
APR 24 PM 3:16  
NOT RECORDED  
TO BE RECORDED  
SUFFICIENCY OF FILING

Name \_\_\_\_\_  
Availability DR  
Document DR  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

Order#: 4123304

Ref#: \_\_\_\_\_

Amount: \$ \_\_\_\_\_

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

**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)**

1. Dean Witter Reynolds Inc.  
Name of corporation as it appears on the records of the Department of State.
2. Delaware  
Incorporated under laws of
3. August 14, 1968  
Date authorized to do business in Florida

FILED  
01 APR 24 PM 4:46  
TALLAHASSEE  
SECRETARY OF STATE  
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? April 2, 2001

5. Morgan Stanley DW 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

Marcie Goldstein  
Signature

April 11, 2001  
Date

Marcie Goldstein  
Typed or printed name

Attorney-in-fact  
Title

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

---

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "DEAN WITTER REYNOLDS INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "MORGAN STANLEY DW INC.", THE TWENTY-EIGHTH DAY OF MARCH, A.D. 2001, AT 3 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE SECOND DAY OF APRIL, A.D. 2001, AT 12:05 O'CLOCK A.M.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

0676221 8320

010189270

AUTHENTICATION: 1088887

DATE: 04-19-01