



834304

ACCOUNT NO. : 072100000032

REFERENCE : 239587 4300479

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 35.00

ORDER DATE : January 28, 1997

ORDER TIME : 10:37 AM

ORDER NO. : 239587-015

200002073952--8

CUSTOMER NO: 4300479

CUSTOMER: Marie T. Allen, Esq
Curtis, Mallet-prevost, Colt &
101 Park Avenue
Suite 3500
New York, NY 10178

FILED
97 JAN 30 PM 2:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: SANDOZ NUTRITION CORPORATION

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Richard W Whittaker

RECEIVED
97 JAN 30 AM 11:31
DIVISION OF CORPORATION

Name Change
1-30-97
DC

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

(1-3 MUST BE COMPLETED)

1. SANDOZ NUTRITION CORPORATION
Name of corporation as it appears on the records of the Department of State.

2. DELAWARE 3. 5-5-75
Incorporated under laws of Date authorized to do business in Florida

(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 7, 1997

5. NOVARTIS NUTRITION 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

Date _____

Typed or printed name

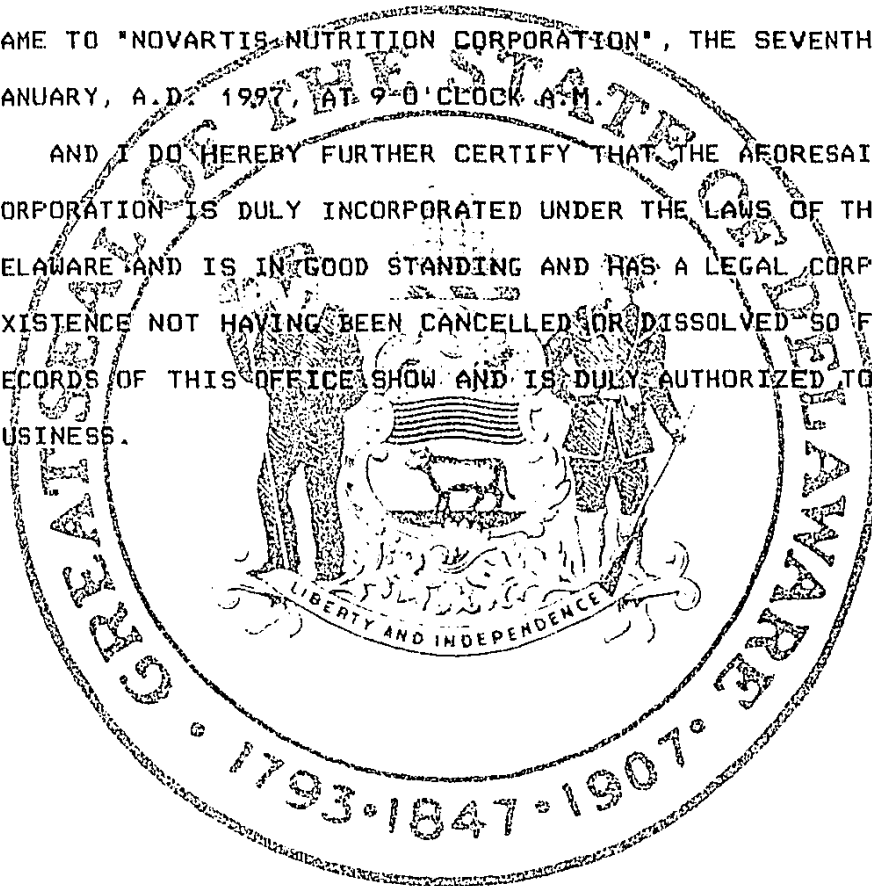
Title

77-100

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "SANDOZ NUTRITION CORPORATION", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "NOVARTIS NUTRITION CORPORATION", THE SEVENTH DAY OF JANUARY, A.D. 1997, AT 9-0'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



Edward J. Freel

Edward J. Freel, Secretary of State

0786792 8320

971029487

AUTHENTICATION:

8306035

DATE:

01-29-97