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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

500002355285--9

-11/24/97--01056--020

\*\*\*\*\*35.00 \*\*\*\*\*35.00

CORPORATION(S) NAME

Warburg, Pincus Counsellors, Inc.  
changing name to:

Warburg Pincus Asset Management, Inc.

☐ Profit

☐ NonProfit

☐ Limited Liability Co.

☒ Amendment

☐ Merger

☐ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other UCC Filing

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fic. Name

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AUTHORIZATION BY PHONE TO

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DATE

11/24

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DRG

RECEIVED  
97 NOV 24 AM 11:28  
DIVISION OF CORPORATION

CR2E031 (1-89)

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

**FILED**  
97 NOV 24 PM 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

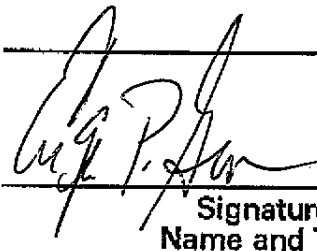
**SECTION I (1-3 must be completed)**

1. Warburg, Pincus Counsellors, 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: November 24, 1975

**SECTION II (4-7 complete only the applicable changes)**

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TALLAHASSEE, FLORIDA

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?  
October 14, 1997
5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:  
Warburg Pincus Asset Management, Inc.
6. If the amendment changes the period of duration, indicate new period of duration.  
\_\_\_\_\_
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.  
\_\_\_\_\_

  
\_\_\_\_\_  
Eugene P. Grace  
Senior Vice President  
Signature  
Name and Title

11/10/97  
\_\_\_\_\_  
Date

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "WARBURG, PINCUS COUNSELLORS, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "WARBURG PINCUS ASSET MANAGEMENT, INC.", THE FOURTEENTH DAY OF OCTOBER, A.D. 1997, AT 11:30 O'CLOCK A.M.



*Edward J. Freel*

Edward J. Freel, Secretary of State

0767826 8320

971386882

AUTHENTICATION:

DATE:

8755060

11-13-97