CORPORATION(S) NAME The Geneva Companies, Inc., an affiliate of Salomon Smith Barney Changing Name The Genera Companies Inc. (Amendment () Merger () Profit () Nonprofit () Dissolution/Withdrawal () Mark () Foreign () Reinstatement () Limited Partnership () Other () Annual Report () Name Registration () Change of RA () LLC () Fictitious Name () VCC () Certified Copy () Photocopies () Call When Ready () After 4:30 () Call If Problem (x) Walk In () Will Wait (x) Pick Up

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

SECTION I (1-3 MUST BE COMPLETED)	
1. The Geneva Companies Inc., an Affiliate of Salomon Smith Barney	
Name of corporation as it appears on the records of the Department of State.	
2. Delaware Sincorporated under laws of Sincorporated under laws of Date authorized to conduct affairs 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? February 1, 2001	
5. The Geneva Companies Inc.	
Name of corporation after the amendment, adding suffix "corporation," "company, ""incorporated," or appropriate abbreviation, if not contained in new name of the corporation:	-
If the amendment changes the period of duration, indicate new period of duration and the date the change w effected.	as
New Duration Date	
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction and the date the changes effected.	ge
New Jurisdiction Date	-
8. If the purpose which the corporation intends to pursue in Florida has changed indicate new purpose.	-
The corporation is authorized to pursue such purpose in the jurisdiction of its incorporation.	-
February 1, 2001 Signature Date	
Joseph R. Coleman Typed or printed name Title 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 "THE GENEVA COMPANIES INC., AN AFFILIATE OF SALOMON SMITH BARNEY", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "THE GENEVA COMPANIES INC.", THE FIRST DAY OF FEBRUARY, A.D. 2001, AT 8:31 O'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.

Warriet Smith Windson, Secretary of State

3269530 8320

010057135

AUTHENTICATION: 0954892

DATE: 02-05-01