

FILE
F02000005353

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Name Change
Amended

FILED
2015 DEC -1 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
2015 DEC -1 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEC 1 2015
A RAMSEY

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 878900 7490073

AUTHORIZATION :

COST LIMIT : \$35.00

ORDER DATE : November 19, 2015

ORDER TIME : 10:43 AM

ORDER NO. : 878900-050

CUSTOMER NO: 7490073

FOREIGN FILINGS

NAME: UBS GLOBAL ASSET MANAGEMENT
(US) INC.

XX CORPORATE
 LIMITED PARTNERSHIP
 LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams -- EXT# 62935

EXAMINER: _____

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: UBS Global Asset Management (US) Inc.
Name of Corporation

DOCUMENT NUMBER: F02000005353

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

William Lawlor

Name of Contact Person

UBS Asset Management (US) Inc.

Firm/Company

1 N Wacker

Address

New York, NY 10019

City/State and Zip Code

william.lawlor@ubs.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

William Lawlor

at (312) 525-7735
Area Code & Daytime Telephone Number

Name of Contact Person

Enclosed is a check for the following amount:

- | | | | |
|---|---|--|---|
| <input type="checkbox"/> \$35.00 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed) |
|---|---|--|---|

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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)

F02000005353

(Document number of corporation (if known))

FILED
2015 DEC -1 AM 11:14
STATE
SECRETARY OF
FLORIDA

1. UBS Global Asset Management (US) Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. 10/24/2002
(Incorporated under laws of) (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? 10/30/2015
5. UBS Asset Management (US) 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)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

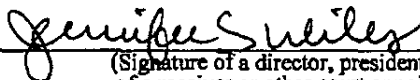
6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.



(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Jennifer Wiley

(Typed or printed name of person signing)

Assistant Secretary

(Title of person signing)

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "UBS GLOBAL ASSET MANAGEMENT (US) INC.", CHANGING ITS NAME FROM "UBS GLOBAL ASSET MANAGEMENT (US) INC." TO "UBS ASSET MANAGEMENT (US) INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF OCTOBER, A.D. 2015, AT 6:39 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRTIETH DAY OF OCTOBER, A.D. 2015.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



837991 8100
SR# 20150613507

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 10291411
Date: 10-23-15

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION**

The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

FIRST: That the Board of Directors of UBS Global Asset Management (US) Inc., by unanimous written consent in lieu of a special meeting, duly adopted resolutions setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable. The resolution setting forth the amendment is as follows:

Resolved, that the Certificate of Incorporation of this corporation be amended by striking out Article I thereof and substituting in lieu of said Article I the following new Article I:

"Article I

Name

The name of the Corporation is:

UBS Asset Management (US) Inc."

SECOND: That thereafter, the sole shareholder of the Corporation, by unanimous written consent in lieu of a special meeting, adopted resolutions in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law on the State of Delaware.

FOURTH: That the capital of said Corporation shall not be reduced under or by reason of said amendment.

FIFTH: That this Certification of Amendment of Certificate of Incorporation shall be effective as of October 30, 2015.

Signed on October 22, 2015

By: 

Michael J. Calhoun

Title: Assistant Secretary

By: 

Jennifer Wiley

Title: Assistant Secretary