

F05000007220

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

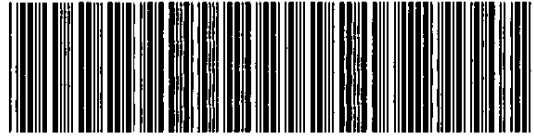
(Business Entity Name)

(Document Number)

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APPROVED
AND
FILED
10 FEB 17 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten signature and date:
Mc
Ford
2/18/10



320 West 57th Street
New York, NY 10019

P 212.603.0200
F 212.262.9470

www.thgroup.com

February 8, 2010

Amendment Section
Division of Corporations
P.O. box 6327
Tallahassee, FL 32314

Re: Tanenbaum-Harber Co., Inc.
Document Number: F05000007220

Dear Sirs,

Please be advised that there was a name change for the corporation holding the above registration number. On January 21, 2010 the name Tanenbaum-Harber Co., Inc. was changed to T&H Brokers Inc. FEIN (20-3833082) remains unchanged. Enclosed please find the following documents:

1. Application for Amendment for Authorization to Transact Business in Florida completed and signed.
2. Certified copy of the Certificate of Amendment issued by the Delaware Secretary of State Office.
3. List of current officers and directors.
5. Check in the amount of \$35.00.

We trust you will find the enclosures in order and an Amended Certificate will be issued without delay.

Please do not hesitate to advise if additional requirements are needed or if we might be of further assistance.

Sincerely,

A handwritten signature in cursive script, appearing to read 'Elena'.

Elena Balyuk
T&H Group, Inc,
Compliance Manager

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Tanenbaum-Harber Co., Inc.
Name of Corporation

DOCUMENT NUMBER: F05000007220

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Johannes Cloete
Name of Contact Person

T&H Group, Inc.
Firm/Company

320 West 57th Street
Address

New York, NY 10019
City/State and Zip Code

elenab@tanhar.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Johannes Cloete at (212) 603-0200
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- \$35.00 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$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)

F05000007220

(Document number of corporation (if known))

1. Tanenbaum-Harber Co., Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. 12/13/2005
(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? January 21, 2010

5. T&H Brokers 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)

Johannes Cloete

(Typed or printed name of person signing)

CFO & Secretary

(Title of person signing)

10 FEB 17 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on January 27, 2010.

A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro
First Deputy Secretary of State

100127000408

Certificate of Amendment of Application for Authority

of

Tanenbaum-Harber Co., Inc.

Under Section 1309 of the Business Corporation Law

FIRST: The name of the corporation as said name appears on the index of names of existing domestic and foreign corporations of any type or kind in the New York Department of State, is Tanenbaum-Harber Co., Inc.

SECOND: The jurisdiction of incorporation of the corporation is Delaware

THIRD: The date the corporation was authorized to do business in the State of New York was December 1, 2005.

FOURTH: The amendment of the Application for Authority hereby effected is as follows:

The statement of the name of the corporation in the Application for Authority of the corporation, as now in force and effect, is amended to read as follows:

"T&H Brokers Inc."

The change of name of the corporation herein stated was effected under the laws of the jurisdiction of incorporation of the corporation on January 21, 2010.

Signed on January 22, 2010

/s/ Johannes L. Cloete

Name: Johannes L. Cloete

Title: Chief Financial Officer

100127000 408

OFC AS
DRAFT DOWN

Certificate of Amendment of Application for Authority

OF

Tanenbaum-Harber Co., Inc.

1cc
STATE OF NEW YORK
DEPARTMENT OF STATE

FILED JAN 27 2010

TAX \$ _____
BY: LAP

NEWY

CUSTOMER REF. #

260540 KXK

Under Section 1309 of the Business Corporation Law

Filed by: LATHAM & WATKINS LLP

(Name)

885 THIRD AVENUE, SUITE 1000

(Mailing address)

NEW YORK NY 10022-4802

(City, State and Zip code)

442

2010 JAN 27 AM 9:07

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2010 JAN 25 PM 3:05

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R/LAP