

MAR-21-2005 16:06
Division of Corporations

CT CORPORATION

3/21/05

F93000002159

Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 MAR 21 AM 10:40

FILED

BASIC AMENDMENT

MORGAN STANLEY DEAN WITTER CREDIT CORPORATION

Certificate of Status	0
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DIVISION OF CORPORATIONS

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Cor Amended
3/22

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)

F93000002159

(Document number of corporation (if known))

05 MAR 15 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

1. MORGAN STANLEY DEAN WITTER CREDIT CORPORATION

(Name of corporation as it appears on the records of the Department of State)

2. Delaware

(Incorporated under laws of)

3. 05/10/1993

(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? 05/01/2005

5. MORGAN STANLEY CREDIT 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)

(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)

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

Thomas F. White

(Typed or printed name of person signing)

March 10, 2005
(Date)

President

(Title of person signing)

Delaware

PAGE 1

The First State

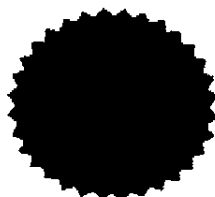
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "MORGAN STANLEY DEAN WITTER CREDIT CORPORATION", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "MORGAN STANLEY CREDIT CORPORATION", THE TWENTY-EIGHTH DAY OF FEBRUARY, A.D. 2005, AT 1:40 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF MAY, A.D. 2005.

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.

0720017 8320

050225322

*Harriet Smith Windsor*Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3752364

DATE: 03-17-05