F97000005422

DEPARTMENT OF STATE FILING COVER SHEET

| | 9 | 17/01 | |
|-------------------------------------|---|--|--|
| Requestor Name: | Carlton Fields | (| 29 TA |
| Address: | Post Office Box 190 Tallahassee, Florida | 32302 | SEP-7 |
| Telephone: | (850) 224-1585 | | 新 皇 |
| Contact Name: | Kim Pullen (261) | | PM 2: 29 |
| Corporation Name: | Warwi | ick Fi-Foil, In | <u> </u> |
| Entity Number (if applie | pable): FQ | 7000005422 | |
| Authorization: | Ym | fullen | |
| | · | | 14575643- 107/01-0 1089-00 |
| Certified:Copy (1-9) | Plain Copy | *** | ***35.00 *****35 rtificate of Status |
| Call When Ready | (✓) Call if | Problem (✓) Wa | alk In |
| NEW FILINGS/O | THER FILINGS | AMENDMENTS/REG | 1 |
| NONPROFIT | | AMENDMENT | |
| NONFROFT | | RESIGNATION OF R.A., OFFICER/DIRECTOR | l |
| | | | • |
| LIMITED LIABILITY | | CHANGE OF REGISTERS | D AGENT |
| LIMITED LIABILITY DOMESTICATION | | | _ |
| DOMESTICATION OTHER | | CHANGE OF REGISTERS | _ |
| DOMESTICATION | | CHANGE OF REGISTERS DISSOLUTION/WITHDRA | WAL |
| DOMESTICATION OTHER | | CHANGE OF REGISTERS DISSOLUTION/WITHDRA MERGER | WAL |
| DOMESTICATION OTHER ANNUAL REPORT | N | CHANGE OF REGISTERS DISSOLUTION/WITHDRA MERGER FOREIGN CORPORATION | WAL |
| OTHER ANNUAL REPORT FICTITIOUS NAME | N | CHANGE OF REGISTERS DISSOLUTION/WITHDRA MERGER FOREIGN CORPORATION LIMITED PARTNERSHIP | WAL |

TAL#501656.02

C. Coulliste SEP 0 7 2001

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.)

| Warwick Fi-Foil, Inc. | SECTION I (1-3 MUST BE COMPLETE | | 2001 SEP -7 PM SECRETARY OF TALLAHASSEE. F | FILED |
|--|--|-------------------------------|--|---------------------------------------|
| Name of corporation | on as it appears on the records of | the Department of State. | 10 11 13 13 13 13 13 13 13 13 13 13 13 13 | |
| Delaware | 2 | 10/15/97 | 29 RIFA | |
| Incorporated under laws of | | Date authorized to do busines | s in Florida | |
| 4. If the amendment changes the name of | | · | r the laws of | - |
| its jurisdiction of incorporation? | June 26, 2000 | | · | a |
| Name of corporation after the amendment, addin not contained in new name of the corporation. | ng suffix "corporation" "company | " or "incorporated," or appro | opriate abbreviat | ion, if |
| 5. If the amendment changes the period of | | od of duration. | - <u>-</u> | |
| 7. If the amendment changes the jurisdiction | New Duration on of incorporation, indicate | new jurisdiction. | | |
| Signature | New Jurisdiction | 22 Aug Date | ٠. - | · · · · · · · · · · · · · · · · · · · |
| R. PAOL SE | PRAGUE | President | <u> </u> | i |

State of Delaware Office of the Secretary of State

I, HARRIET SMITH WINDSOR, 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 "WARWICK FI-FOIL, INC.", CHANGING ITS NAME FROM "WARWICK FI-FOIL, INC." TO "WARWICK AUBURNDALE, INC.", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF JUNE, A.D. 2000, AT 4:31 O'CLOCK P.M.



Warriet Smith Windson, Secretary of State

AUTHENTICATION: 1325501

DATE: 08-31-01

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STATE of DELAWARE CERTIFICATE of AMENDMENT of CERTIFICATE of INCORPORATION

• First: By written consent of the Board of Directors of Warwick Fi-Foil, Inc., resolutions

were duly adopted setting forth a proposed amendment of the Certificate of Incorporation

of said corporation, declaring said amendment to be advisable and calling a meeting of the

stockholders of said corporation for consideration thereof. The resolution setting forth the

proposed amendment is as follows:

Resolved, that the Certificate of Incorporation of this corporation be amended by

changing the Article thereof numbered "FIRST" so that, as amended, said Article shall

be and read as follows:

"The name of the corporation is Warwick Auburndale, Inc."

Second: That thereafter, pursuant to resolution of its Board of Directors, a special meeting

of the stockholders of said corporation was duly called and held, upon notice in accordance

with Section 222 of the General Corporation Law of the State of Delaware at which meeting

the necessary number of shares as required by statute were voted 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 of the State of Delaware.

Fourth: That the capital of said corporation shall not be reduced under of by reason of said

amendment.

Dated:

June **1**/₂,2000

Name: Russell G. Kauff

Title: Assistant Secretary

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