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ACCOUNT NO. : 072100000032

REFERENCE : 073270 4808757

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : \$ 35.00

FILED
01 MAR 14 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : March 9, 2001

ORDER TIME : 12:55 PM

ORDER NO. : 073270-005

CUSTOMER NO: 4808757

800003852879--1

CUSTOMER: Ms. Rhodena Brunstrom
The Rouse Company
Office Of The General Counsel
10275 Little Patuxent Parkway
Columbia, MD 21044-3456

FOREIGN FILINGS

NAME: THE HOWARD RESEARCH AND
DEVELOPMENT CORPORATION

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

RECEIVED
01 MAR 14 PM 2:26
DIVISION OF CORPORATION

N.C.
Q. COULLETTE MAR 14 2001

CONTACT PERSON: Denise Mick -- EXT# 1150

EXAMINER: _____

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)

1. The Howard Research And Development Corporation
Name of corporation as it appears on the records of the Department of State.

2. Maryland 3. January 12, 1999
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 5, 2001

5. HRD Remainder, 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.

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


Signature

March 8, 2001
Date

Gordon H. Glenn
Typed or printed name

Vice President	
Title	

FILED
01 MAR 14 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF MARYLAND
Department of Assessments and Taxation

I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS OR THE RIGHTS OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

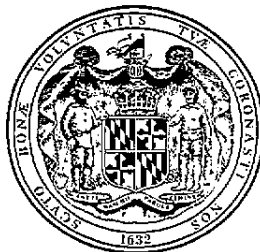
ACCORDING TO THE RECORDS OF THIS DEPARTMENT ARTICLES OF AMENDMENT OF THE HOWARD RESEARCH DEVELOPMENT CORPORATION CHANGING ITS NAME TO HRD REMAINDER, INC. WERE RECEIVED AND APPROVED FOR RECORD BY THIS DEPARTMENT ON JANUARY 5, 2001.

I FURTHER CERTIFY THAT HRD REMAINDER, INC. IS IN GOOD STANDING WITH THIS DEPARTMENT AT THE TIME OF THIS CERTIFICATE.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS MARCH 12, 2001.

Paul B. Anderson

Paul B. Anderson
Charter Division



301 West Preston Street, Baltimore, Maryland 21201
Telephone Balto. Metro (410) 767-1340 / Outside Balto. Metro (888) 246-5941 0001141668
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice
Fax (410) 333-7097

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