

F990000006197



ACCOUNT NO. : 0721000000032

REFERENCE : 977067 163137A

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 35.00

FILED
01 JAN 26 PM 4:50
DEPT. OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : January 24, 2001

ORDER TIME : 9:46 AM

ORDER NO. : 977067-010

CUSTOMER NO: 163137A

CUSTOMER: Ms. Pam Goldrick
Credit Suisse First Boston
11 Madison Avenue
26th Floor
New York, NY 10010-3629

800003581828--7

FOREIGN FILINGS

NAME: DLJDIRECT INC.

XX PROFIT

*NL
1-26-01
PAS*

XX CORPORATE

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: _____

RECEIVED
01 JAN 26 AM 10:30
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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)

FILED
01 JAN 26 PM 4:50
CLERK OF STATE
TALLAHASSEE, FLORIDA

1. DLjdirect Inc.
Name of corporation as it appears on the records of the Department of State.

2. Delaware
Incorporated under laws of

3. December 1, 1999
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 15, 2001

5. CSFBdirect 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

January 17, 2001
Date

Michael J. Hogan
Typed or printed name

Senior Vice President
Title

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "DLJDIRECT INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "CSFBDIRECT INC.", THE TWELFTH DAY OF JANUARY, A.D. 2001, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIFTEENTH DAY OF JANUARY, A.D. 2001.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2650063 8320

AUTHENTICATION: 0935027

010039832

DATE: 01-25-01