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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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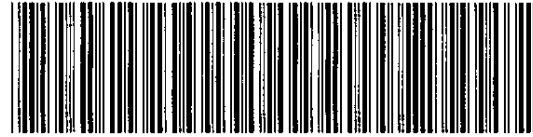
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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RECEIVED
09 JUL 30 AM 10:41
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

B. KOHR
JUL 30 2009
EXAMINER

FILED
09 JUL 30 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 068525 4350184

AUTHORIZATION

COST LIMIT \$ 25.00

FILED
09 JUL 30 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : July 16, 2009

ORDER TIME : 9:12 AM

ORDER NO. : 068525-065

CUSTOMER NO: 4350184

FOREIGN FILINGS

NAME: NEUBERGER BERMAN, LLC

XX LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Kimberly Moret -- EXT# 2949

EXAMINER: _____

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: Neuberger Berman, LLC
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: 12/02/1996

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? _____
5. New name of the limited liability company: Neuberger Berman LLC
(must end with "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must end with "Limited Liability Company," "L.L.C." or "LLC.")

6. If the amendment changes the period of duration, indicate new period of duration:
no change
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:
no change
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: no change

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

Neuberger Berman Holdings LLC, sole member
By: Elvira DeCaro

Signature of a member or the authorized representative of a member

ELVIRA DECARO, ASSISTANT SECRETARY

Typed or printed name of signee

Filing Fee: \$25.00

09 JUL 30 PM 1:15
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "NEUBERGER BERMAN, LLC", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "NEUBERGER BERMAN LLC", THE TWENTY-EIGHTH DAY OF APRIL, A.D. 2009, AT 4:14 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NEUBERGER BERMAN, LLC" WAS FORMED ON THE FIRST DAY OF NOVEMBER, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED LIABILITY COMPANY IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

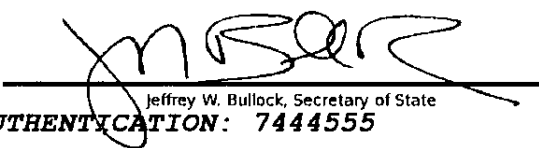
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

2680278 8320

090735299

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7444555

DATE: 07-29-09