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NO. 789 P. 1

P33186

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

Kimberly K. 2949

**COR AMND/RESTATE/CORRECT OR O/D RESIGN**

**GUINNESS UDV (FLORIDA), INC.**

RECEIVED  
2007 DEC 11 AM 8:00  
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TALLAHASSEE, FLORIDA

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**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)

P33186

(Document number of corporation (if known))

1. GUINNESS UDV (FLORIDA), INC.

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

2. Delaware

(Incorporated under laws of)

3. March 18, 1991

(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? December 10, 2007

5. Diageo Latin America & Caribbean, 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)

(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)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

Hamish McDonald

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

Hamish McDonald

(Typed or printed name of person signing)

President

(Title of person signing)

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# Delaware

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## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "GUINNESS UDV (FLORIDA), INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "DIAGEO LATIN AMERICA & CARIBBEAN, INC.", THE TENTH DAY OF DECEMBER, A.D. 2007, AT 2:13 O'CLOCK P.M.



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071306385

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6226288

DATE: 12-11-07