

823791



01 MAR -9 PM 1:32
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 068228 4382779
AUTHORIZATION : Patricia Pignato
COST LIMIT : \$ 35.00

ORDER DATE : March 6, 2001
ORDER TIME : 9:56 AM
ORDER NO. : 068228-035
CUSTOMER NO: 4382779

CUSTOMER: Mr. Richard Borovoy
Painewebber Incorporated
1285 Avenue Of The Americas
37th Floor
New York, NY 10019

700003828367--0

FOREIGN FILINGS

NAME: PAINWEBBER INCORPORATED

XX PROFIT CORPORATE
 NON-PROFIT LIMITED PARTNER

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAR -9 AM 10:50
NOT ATTENDED
TO ACKNOWLEDGE
EFFICIENCY OF FILING

N.C.

CONTACT PERSON: Joyce Markley -- EXT# 1130 **GOULLETTE** MAR 09 2001

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.)

FILED
01 MAR - 9 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I
(1-3 MUST BE COMPLETED)

1. PaineWebber Incorporated
Name of corporation as it appears on the records of the Department of State.

2. Delaware Incorporated under laws of

3. December 8, 1969 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? March 5, 2001

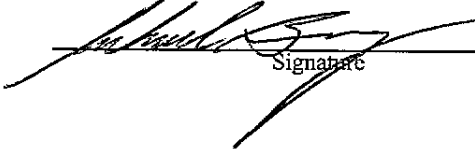
5. UBS PaineWebber Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

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

Richard Borovoy
Typed or printed name

March 5, 2001
Date

Assistant Secretary
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 "PAINWEBBER INCORPORATED", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "UBS PAINWEBBER INC.", THE FIFTH DAY OF MARCH, A.D. 2001, AT 9 O' CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0719006 8320

AUTHENTICATION: 1008943

010113405

DATE: 03-07-01