

P29516

Insilco Technologies, Inc.
Attn: Fred L. Stewart
425 Metro Place North, Suite 555
Dublin, OH 43017
(614) 791-3125

November 2, 2000

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*****35.00 *****35.00

Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Dear Sir or Madam,

As an officer of Insilco Technologies, Inc., I am submitting this Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida reflecting the name change from Insilco Corporation to Insilco Technologies, Inc. while retaining the FEIN of 06-0635844.

Sincerely,

Fred Stewart
Fred L. Stewart
Vice President

AK
11-20-00
RHS

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

00 NOV -7 AM 9:28

FILED

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. INSILCO CORPORATION
Name of corporation as it appears on the records of the Department of State.
2. DELAWARE 3. 05/25/1990
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? 08/25/2000
5. INSILCO TECHNOLOGIES, 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

Fred L. Stewart
Signature

11/1/2000
Date

FRED L. STEWART
Typed or printed name

VICE PRESIDENT - CORPORATE TAXES
Title

FILED
00 NOV -7 AM 9:28
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "INSILCO CORPORATION", CHANGING ITS NAME FROM "INSILCO CORPORATION" TO "INSILCO TECHNOLOGIES, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF AUGUST, A.D. 2000, AT 9 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2228637 8100

001536135

AUTHENTICATION: 0753098

DATE: 10-25-00

**CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION OF
INSILCO CORPORATION**

It is hereby certified that:

1. The name of the corporation (hereinafter called the "corporation") is Insilco Corporation.
2. The Certificate of Incorporation of the corporation is hereby amended by deleting therefrom in its entirety Article FIRST as presently in effect and by substituting in lieu thereof a new Article FIRST to be read as follows:

"FIRST: The name of the corporation (hereinafter called the "corporation") is Insilco Technologies, Inc."
3. The amendment of the Certificate of Incorporation herein certified has been duly adopted and written consent has been given in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.
4. The effective time of the amendment herein certified shall be August 25 2000.

By: Michael R. Etna
Name: Michael R. Etna
Title: Secretary

INSILCO CORPORATION

**Consent in Lieu of
Meeting of Stockholders**

The undersigned, being the sole stockholder of Insilco Corporation, a Delaware corporation (the "Corporation"), hereby consents to and adopts, pursuant to Sections 228 and 251 of the General Corporation Law of the State of Delaware, the following resolutions:

Resolved, that the name of the Corporation shall be amended to Insilco Technologies, Inc.

The action taken by this consent shall have the same force and effect as if taken at a meeting of stockholders of the Corporation, duly called and constituted pursuant to the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, Insilco Holding Corporation, the sole stockholder of the Corporation, has signed this consent on this 25 day of August, 2000.

By: Michael R. Etna
Name: Michael R. Etna
Title: Secretary