

Filing Fee: \$75.00

ID Number: 102781



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

**BUSINESS CORPORATION**

**APPLICATION FOR  
AMENDED CERTIFICATE OF AUTHORITY  
(To Be Filed In Duplicate Original)**

Pursuant to the provisions of Section 7-1.1-111 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for an Amended Certificate of Authority to transact business in Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is Pendex Real Estate Corp.
2. It is incorporated under the laws of New York
3. A Certificate of Authority was issued to the corporation by the office of the Secretary of State of the State of Rhode Island on 9/30/98, authorizing it to transact business in Rhode Island under the name of: Pendex Real Estate Corp.
4. The corporate name of the corporation has been changed to Salomon Smith Barney Inc.  
*(If no change, so indicate.)*
5. The name, if different, which it elects to use in Rhode Island is:
  - (a) *If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:*
  - (b) *If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this Application:*
6. The corporation desires to pursue in the transaction of business in Rhode Island other or additional purposes than those set forth in its prior Application for a Certificate of Authority, as follows:

*(If no other or additional purposes are proposed, insert "No Change.")*

No Change

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7. If there has been an increase in the authorized shares of the corporation, list the total number of authorized shares, including the increase (If there has been no increase in shares, insert "no change"):

Total Number of Authorized Shares	Class	Series	Par Value or Statement that Shares are without Par Value
<u>1,000</u>	<u>Common</u>		<u>10,000 par value</u>
<u>100</u>	<u>Preferred</u>		<u>10,000 par value</u>

8. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 732,692,043,000
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 2,307,000
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0.0003 %. [divide (b) by (a) and multiply by 100 to obtain the percentage]
9. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 22,566,900,000
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 10,046,772,000
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is .45 %. [divide (b) by (a) and multiply by 100 to obtain the percentage]
10. Except as herein modified, the original Application for Certificate of Authority continues in full force and effect and is hereby confirmed, ratified and incorporated by reference into this Application for Amended Certificate of Authority.

Date: March 12, 2003

Pendex Real Estate Corp.

Print Exact Name of Corporation Making Application

By [Signature]

☐ President or ☒ Vice President (check one)

By [Signature] **AND**

☐ Secretary or ☒ Assistant Secretary (check one)

STATE OF New York  
COUNTY OF New York

In New York, on this 12th day of March, 2003, personally appeared before me Andrew W. Filler who, being by me first duly sworn, declared that he/she is the Assistant Secretary of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

RACHEL E. STINE  
Notary Public, State of New York  
No. 01ST6063763  
Qualified in Kings County  
Certificate filed in New York County  
Commission Expires Sept. 10, 2005

Rachel E. Stine  
Notary Public  
My Commission Expires: September 10, 2005

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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State of New York }  
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document filed by the Department of State and that the same is a true copy of said original.

March 12, 2003

Witness my hand and seal of the Department of State on



Secretary of State

DOS-200 (Rev. 03/02)

Delaware under the name Smith, Barney & Co. Incorporated. Its application for authority to do business in New York was filed by the department of state on January 21, 1960.

The certificate of incorporation of Pendex was filed with the department of state on February 23, 1977.

- 2 The outstanding shares of capital stock of Salomon Smith Barney consists of (i) 1,000 shares of common stock, \$10,000 par value, all of which are entitled to vote, and (ii) 10 shares of series A cumulative preferred stock, \$10,000 par value, none of which are entitled to vote.

The outstanding shares of capital stock of Pendex consists of 10 shares of common stock, without par value, all of which are entitled to vote.

- 3 Article First of the certificate of incorporation of the surviving corporation shall be amended to read in its entirety as follows

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