F00000001149

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C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City State Zip Phone

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*****70.00 *****70.00

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******8.75 ******8.75

CORPORATION(S) NAME

DuPont Photomasks, Inc.

WR 3/2

(✓) Profit
( ) NonProfit
( ) Limited Liability Company
(✓) Foreign Qualification
( ) Limited Partnership
( ) Reinstatement
( ) Limited Liability Partnership
(✓) Certified Copy

( ) Amendment
( ) Dissolution/Withdrawal
( ) Annual Report
( ) Reservation
( ) Photo Copies

( ) Merger
( ) Mark
( ) Other
( ) Change of RA
( ) Fictitious Name
( ) CUS

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THANKS

LAURA EARNEST

TPP

CR2E031 (1-89)

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. DuPont Photomasks, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware
(State or country under the law of which it is incorporated)

3. 74-2238819
(FEI number, if applicable)

4. December 21, 1995
(Date of incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. March 6, 2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 131 Old Settlers Blvd.
Round Rock, Texas 78664
(Current mailing address)

8. Any lawful act or activity for which a corporation may be organized.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip code)

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10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System
EAWallace
(Registered agent's signature) E.A. Wallace, Asst. Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See Addendum

Address: ______

______

Vice Chairman: ______

Address: ______

______

Director: ______

Address: ______

______

Director: ______

Address: ______

______

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See Addendum

Address: ______

______

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Vice President: ______

Address: ______

______

Secretary: ______

Address: ______

______

Treasurer: ______

Address: ______

______

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Karen Lee Matuszewski
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Karen Lee Matuszewski, Assistant Secretary
(Typed or printed name and capacity of person signing application)

DUPONT PHOTOMASKS, INC.
BOARD OF DIRECTORS

Address Information

John L. Doyle
177 Ramoso Road
Portola Valley, CA 94028

John W. Himes
E.I. duPont de Nemours & Co., Inc.
1007 Market Street, N-9420
Wilmington, DE 19898

John C. Hodgson
DuPont Photopolymer & Electronic Materials
14 T.W. Alexander Drive
Research Triangle Park, NC 27709-4425

Gary W. Pankonien
Chief Executive Officer
1st Tech Molding
3815A Jarrett Way, Suite 140
Austin, TX 78728

John C. Sargent
904 North DuPont Road
Wilmington, DE 19807

Marshall C. Turner
DuPont Photomasks, Inc.
131 Old Settlers Blvd.
Round Rock, TX 78664

Susan Vladuchick Sam
2320 Sun Cliffs Street
Las Vegas, NV 89134

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DuPont Photomasks, Inc.

OFFICER LIST

Officers as of 2/16/00

POSITION		NAME	ADDRESS
Chairman & Chief Executive Officer	-	Marshall C. Turner	131 Old Settlers Blvd. Round Rock, TX 78664
President & Chief Operating Officer	-	Preston M. Adcox, Jr.	131 Old Settlers Blvd. Round Rock, TX 78664
Executive Vice President-Technology Chief Technology Officer	-	Paul S. Chipman	131 Old Settlers Blvd. Round Rock, TX 78664
Executive Vice President-European Operations	-	Gerard Cognie	Rue Olivier-Perroz-ZI-BP 18, 13106 Rousset CEDEX, Rousset, France 13790
Executive Vice President & Chief Financial Officer	-	Vacant	131 Old Settlers Blvd. Round Rock, TX 78664
Executive Vice President, General Counsel & Secretary	-	John M. Lynn	131 Old Settlers Blvd. Round Rock, TX 78664
Executive Vice President-Worldwide Marketing & Strategic Planning	-	Kenneth A. Rygler	131 Old Settlers Blvd. Round Rock, TX 78664
Vice President-Worldwide Manufacturing Support	-	Gary W. Kasprzyk	131 Old Settlers Blvd. Round Rock, TX 78664

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POSITION		NAME	ADDRESS
Vice President-U.S. Manufacturing	-	Craig W. Kokjohn	2920 Coronado Dr., Santa Clara, CA 95054
Vice President-U.S. Sales	-	Stephan A. Wilson	2920 Coronado Dr., Santa Clara, CA 95054
Vice President-Global Supply Chain	-	David S. Murray	131 Old Settlers Blvd. Round Rock, TX 78664
Director of Global Information Systems	-	Robert M. Jackson	131 Old Settlers Blvd. Round Rock, TX 78664
Treasurer	-	William H. Carroll	131 Old Settlers Blvd. Round Rock, TX 78664
Assistant Secretary	-	Karen Lee Matuszewski	131 Old Settlers Blvd. Round Rock, TX 78664
Controller	-	Jeffrey C. Geissler	131 Old Settlers Blvd. Round Rock, TX 78664

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TALLAHASSEE FLORIDA

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DUPONT PHOTOMASKS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF MARCH, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

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Edward J. Freel, Secretary of State

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AUTHENTICATION: 0289262

DATE: 03-01-00