

Document Number
F 95000005307

CF CORPORATION SYSTEM

Requestor's Name
 660 EAST JEFFERSON STREET

Address
 TALLAHASSEE FL 32301 222-1092

City State Zip Phone

CORPORATION(S) NAME

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Limited Partnership
- Reinstatement
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- Walk In
- Mail Out
- Amendment
- Dissolution/Withdrawal
- Annual Report
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. Huntsman Corporation

(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. 59 1594518

(FEI number, if applicable)

4. October 5, 1984

(Date of incorporation)

5. Perpetual

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

6. Upon Qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 3040 Post Oak Blvd., Houston, Texas 77056

(Current mailing address)

8. Manufacture and sales of surfactants and commercial chemical products
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: 770 C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

Marcia J. Sunahara

(Registered agent's signature) (Officer)

Marcia J. Sunahara, Asst. Vice President

(Type Name and Title of Officer)

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:

A. DIRECTORS

Chairman: Jan M. Huntsman

Address: 500 Huntsman Way

Salt Lake City, Utah 84108

Vice Chairman: _____

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

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.  _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Robert B. Leuge, Secretary _____
(Typed or printed name and capacity of person signing application)

Appendix to Florida
ation Eqn. Corp. for Authorization to Transact Business in Florida

**Officers of
Huntsman Corporation**

1. Jon M. Huntsman, Chief Executive Officer
500 Huntsman Way
Salt Lake City, Utah 84108
2. Peter R. Huntsman, President/Chief Operating Officer
3040 Post Oak Blvd.
Houston, Texas 77056
3. Richard P. Burham, Exec. Vice Pres./Chief Fin. Officer
500 Huntsman Way
Salt Lake City, Utah 84108
4. Jon M. Huntsman, Jr., Sr. Vice President
500 Huntsman Way
Salt Lake City, Utah 84108
5. C. Turner Lewis, Jr., Sr. Vice President of Technology
3040 Post Oak Blvd.
Houston, Texas 77056
6. Robert B. Lence, Sr. Vice Pres./Chief Legal Officer/Secretary
500 Huntsman Way
Salt Lake City, Utah 84108
7. William M. Chapman, Jr., Vice President of Human Resource & Quality
3040 Post Oak Blvd.
Houston, Texas 77056
8. Thomas G. Fisher, Vice President of National Sales
3040 Post Oak Blvd.
Houston, Texas 77056
9. J. Nathan Hubbard, Vice President of Olefins & Oxygenates
3040 Post Oak Blvd.
Houston, Texas 77056
10. William A. Kennedy, Vice President of Research
3040 Post Oak Blvd.
Houston, Texas 77056
11. Michael J. Kern, Vice President of Manufacturing
3040 Post Oak Blvd.
Houston, Texas 77056
12. Jerry M. Lemonds, Vice President of Major Petrochemical Accts.
3040 Post Oak Blvd.
Houston, Texas 77056

Appendix to (cont)

13. Donald J. Stanutz, Sr. V.P., Olefins, Oxides, Glycols & Derivatives
3040 Post Oak Blvd.
Houston, Texas 77056
14. J. Kimo Espin, Vice President of Finance
500 Huntsman Way
Salt Lake City, Utah 84108
15. Curtis Dowd, Vice President/General Counsel/Asst. Secy.
3040 Post Oak Blvd.
Houston, Texas 77056
16. Karen H. Huntsman, Vice President
500 Huntsman Way
Salt Lake City, Utah 84108
17. Sean Douglas, Treasurer
3040 Post Oak Boulevard
Houston, Texas 77056
18. David J. Morgan, Controller
3040 Post Oak Blvd.
Houston, Texas 77056
19. Randall A. Plant, Senior Vice President of Finance
500 Huntsman Way
Salt Lake City, Utah 84108

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HUNTSMAN CORPORATION" 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 THIRTIETH DAY OF OCTOBER, A.D. 1995.

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.



Edward J. Freel
Edward J. Freel, Secretary of State

2045750 8300

950250940

AUTHENTICATION

DATE

7693386

10-30-95

Document Number Only

F95000005307

C T CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, Florida 32301

City State Zip Phone
904-222-1092

CORPORATION(S) NAME

700001717247
-02/16/96--01054--037
*****35.00 *****35.00

Huntsman Corporation
Changed name to
Huntsman Petrochemical Corporation

96
FEB 16 PM 1:57
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- Profit
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2/16/96

ME
2/16

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96 FEB 16 PM 12:59
DIVISION OF CORPORATION

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA**

96 FEB 16 PM 1:57
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SECTION I (1-3 must be completed)

1. Huntsman Corporation
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: Delaware
3. Date authorized to do business in Florida: October 31, 1995

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?

January 29, 1996

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

Huntsman Petrochemical Corporation

6. If the amendment changes the period of duration, indicate new period of duration.

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Robert B. Lence

Signature
Name and Title

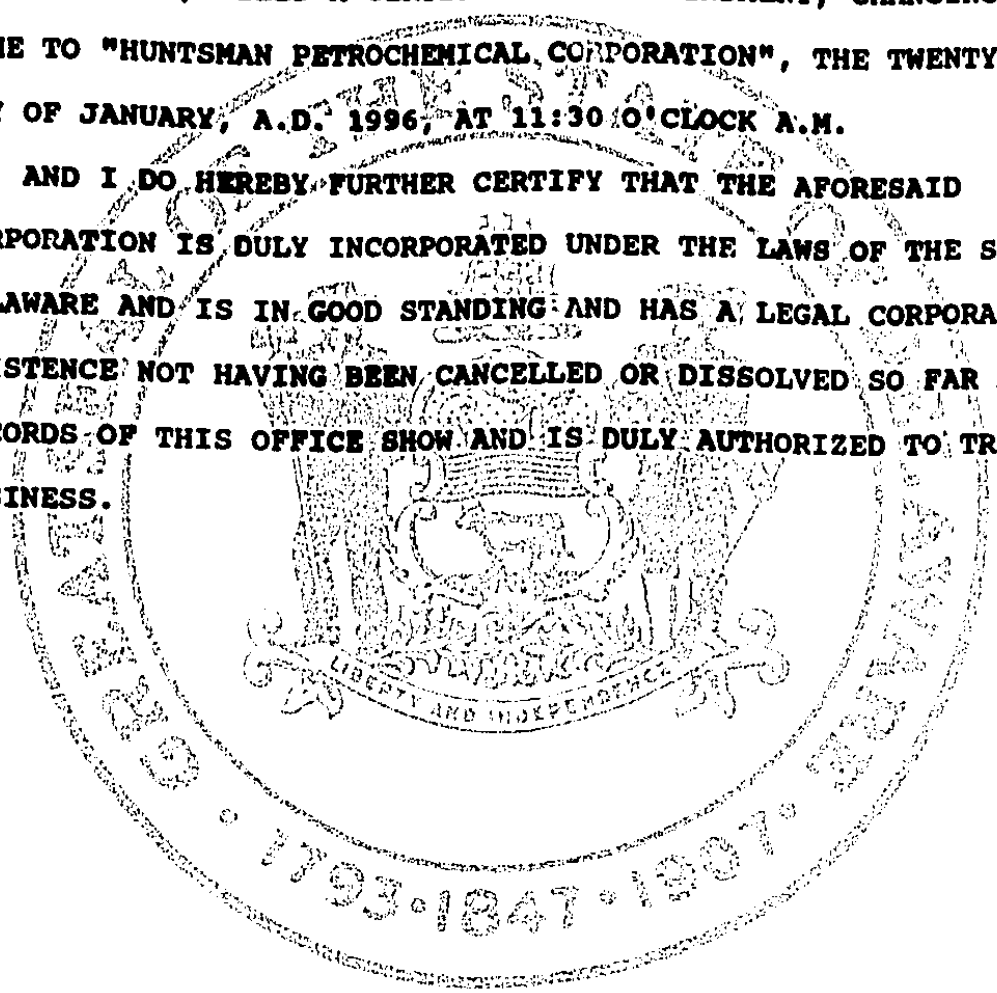
Robert B. Lence

February 12, 1996
Date

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "HUNTSMAN CORPORATION", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "HUNTSMAN PETROCHEMICAL CORPORATION", THE TWENTY-NINTH DAY OF JANUARY, A.D. 1996, AT 11:30 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



Edward J. Freel

Edward J. Freel, Secretary of State

2045750 8320

960042188

AUTHENTICATION:

7825976

DATE:

02-13-96