

F96000005266

Document Number Only

CF CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

400001870814
-10/10/96--01071--004
*****70.00 *****70.00

CORPORATION(S) NAME

FOSROC, INCORPORATED

- Profit
- NonProfit
- Limited Liability Co.
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready
- Walk In
- Mail Out
- Amendment
- Dissolution/Withdrawal
- Annual Report
- Reservation
- Photo Copies
- Call if Problem
- Will Wait
- Merger
- Mark
- Other
- Change of R.A.
- Fictitious Name Filing
- CUS
- After 4:30
- Pick Up

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DIVISION OF CORPORATION

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

10/10

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TRANSACTION 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. FOSROC, INCORPORATED
(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. 34-1058461 (FEI number, if applicable)

4. OCTOBER 13, 1970 (Date of Incorporation)
5. PERPETUAL (Duration: Year corp. will cease to exist or "perpetual")

6. ANTICIPATED IN NEAR FUTURE
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.1503))

7. 150 CARLEY COURT
GEORGETOWN, KY 40324
(Current mailing address)

8. To engage in any activity for which Corporations may be organized under the General Corporation Law of Delaware
(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: c/o 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 obligations of my position as registered agent.

C T CORPORATION SYSTEM


(Registered agent's signature) (Officer)
Gil S. Apeltis, Assf. Secretary

(Type Name and Title of Officer)

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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: SEE ATTACHED FOR LISTING OF OFFICERS AND DIRECTORS.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

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

14. ROBERT YACHNIN - ASST SECRETARY
(Typed or printed name and capacity of person signing application)

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SENT BY:

10-10-98 11:02AM

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FOSROC, INC.

(DE)

(Subsidiary of Berea Holding Company)

[Result of merger agreement between
Fosroc, Inc. (NY) into Celtite Technlk, Inc. (DE)]

DIRECTORS AND OFFICERS

DIRECTORS

Mr. Anthony M. James
Mr. Anthony Money
Mr. James R. P. Pike
Mr. Paul G. Reusch
Mr. Andrew T. Rodgers

OFFICERS

Mr. Anthony M. James, Chairman
Mr. Andrew T. Rodgers, President & CEO
Mr. Rory M. Harris, Vice-President,
Marketing, Mining Division
Mr. Thomas Peeso, Vice-President,
Operations, Mining Division
Mr. Mark S. Hallam, Vice-President,
Sales, Construction Division
Mr. Gregory P. Roache, Vice-President,
Marketing, Construction Division
Mr. Ian J. Hewitt, Vice-President,
Operations, Construction Division
Ms. Brenda T. Holdren,
Secretary/Treasurer
Mr. Robert J. Yachnin, Assistant Secretary

All Officers and Directors can be reached through our Corporate Offices at:

150 Carley Court
Georgetown, KY 40324

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FOSROC, 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 SECOND DAY OF OCTOBER, A.D. 1996.

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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SECRETARY OF STATE
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Edward J. Freel
Edward J. Freel, Secretary of State

0763107 8300

960286912

AUTHENTICATION:

DATE:

8130562

10-02-96