



# F01000005613

ACCOUNT NO. : 072100000032

REFERENCE : 168711 7109162

AUTHORIZATION :

*Patricia Pizito*

COST LIMIT : \$ 70.00

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01 OCT 29 AM 11:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : October 24, 2001

ORDER TIME : 9:22 AM

ORDER NO. : 168711-035

100004656481--0

CUSTOMER NO: 7109162

CUSTOMER: Ms. Mara Thompson  
Crompton Corporation  
Legal Department  
One American Lane  
Greenwich, CT 06831-2559

FOREIGN FILINGS

6

NAME: CROMPTON SALES COMPANY, INC.

RECEIVED  
01 OCT 29 AM 10:29  
DIVISION OF CORPORATION

XXXX QUALIFICATION (TYPE: CO)

BK

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133

EXAMINER: \_\_\_\_\_

**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. CROMPTON SALES COMPANY, 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. 06-1582826

(FEI number, if applicable)

4. MAY 17, 2000

(Date of incorporation)

5. PERPETUAL

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

6. JANUARY 1, 2001

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. ONE AMERICAN LANE, GREENWICH, CT 06931

(Principal office address)

SAME AS ABOVE

(Current mailing address)

WILL ACT AS THE SALES ENTITY FOR CROMPTON CORPORATION AND ITS SUBSIDIARIES IN  
THE LOCAL MARKET BY SELLING THE PRODUCTS OF CROMPTON CORPORATION AND ITS

8. SUBSIDIARIES AND BY PROVIDING THE NECESSARY AFTER-SALES SERVICES.

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(Zip code)

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.*

Corporation Service Company

*Anne M. Martin*

(Registered agent's signature)

Anne M. Martin, Asst. Vice President

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

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. \_\_\_\_\_

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

14. ARTHUR C. FULLERTON, SECRETARY

(Typed or printed name and capacity of person signing application)

01 OCT 29 AM 11:33  
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**CROMPTON SALES  
COMPANY, INC.  
DIRECTORS AND OFFICERS  
AS OF 3/30/2001**

**FILED**  
01 OCT 29 AM 11:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

<u>DIRECTORS/OFFICERS</u>	<u>TITLE</u>	<u>BUSINESS ADDRESS</u>
Peter Barna	Director	One American Lane Greenwich, CT 06831-2559
John T. Ferguson II	Director	One American Lane Greenwich, CT 06831-2559
Walter K. Ruck	President	One American Lane Greenwich, CT 06831-2559
James J. Conway	Vice President	One American Lane Greenwich, CT 06831-2559
Alfred F. Ingulli	Vice President	One American Lane Greenwich, CT 06831-2559
William A. Stephenson	Vice President	One American Lane Greenwich, CT 06831-2559
Arthur C. Fullerton	Secretary	One American Lane Greenwich, CT 06831-2559
John R. Jepsen	Treasurer	One American Lane Greenwich, CT 06831-2559
Barry J. Shainman	Assistant Secretary	One American Lane Greenwich, CT 0683-2559
Maria Thompson	Assistant Secretary	One American Lane Greenwich, CT 0683-2559

**CROMPTON SALES COMPANY, INC.**  
**SPECIFIC BUSINESS PURPOSE**

The entity will act as the sales entity for Crompton Corporation and its subsidiaries into the local market. It will engage in activities associated with the selling of Crompton Corporation and its Subsidiaries' products, as well as with the necessary after-sales services.

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TALLAHASSEE, FLORIDA

*State of Delaware*  
*Office of the Secretary of State*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CROMPTON SALES COMPANY, 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 TWENTY-FIFTH DAY OF OCTOBER, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CROMPTON SALES COMPANY, INC." WAS INCORPORATED ON THE SEVENTEENTH DAY OF MAY, 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.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3230776 8300

AUTHENTICATION: 1410015

010534542

DATE: 10-25-01