

CT CORPORATION SYSTEM

F01000006224

CORPORATION(S) NAME

ELTECH Systems Corporation

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01 DEC -5 PM 1:27
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

201A 0006273

☐ Profit
☐ Nonprofit

☐ Amendment

☐ Merger

☒ Foreign *Qual.*
☐ Limited Partnership
☐ LLC

☐ Dissolution/Withdrawal
☐ Reinstatement
☐ Annual Report
☐ Name Registration
☐ Fictitious Name

☐ Mark
☐ Other
☐ Change of RA
☐ UCC

☐ Certified Copy

☐ Photocopies

☒ CUS

☐ Call When Ready
☒ Walk In
☐ Mail Out

☐ Call If Problem
☐ Will Wait

☐ After 4:30
☒ Pick Up

RECEIVED
01 DEC -5 AM 11:44
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATE REGISTRATION
SECRETARY OF STATE

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

12/5/01

Order#: 4930067
100004706361--4
-12/05/01--01066--008
*****70.00 *****70.00
Ref#: _____
100004706361--4
-12/05/01--01066--009
Amount: \$ *****8.75 *****8.75

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

**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

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1. ELTECH Systems 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. 34-1365932

(FEI number, if applicable)

4. June 10, 1982

(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 817.155, F.S.)

7. 100 Seventh Avenue, Suite 300

Chardon, OH 44024

(Current mailing address)

To engage primarily in the activities of selling, leasing, and/or licensing electrochemical technology including various systems, processes and procedures for use in the production of

8. chlorine and caustic soda, as well as to engage in any such related lawful activity for

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) which corporations may be organized in the State of Delaware.

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)

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

(Registered agent's signature)

JOYCE A. GILBERT
DE A. GILBERT
ASSISTANT 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 ATTACHED LIST

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: SEE ATTACHED LIST

Address: _____

Vice President: _____

Address: _____

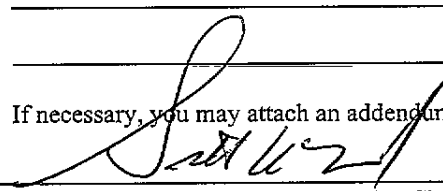
Secretary: _____

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. Scott A. Lloyd, Assistant Secretary
(Typed or printed name and capacity of person signing application)

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Directors:

- * Dennis L. Baxendale
- ** David F. Clossey
- *** Kevin J. O'Leary

Officers:

- * Dennis L. Baxendale, President and Chief Executive Officer
- * Scott A. Lloyd, Assistant Secretary
- * Clyde J. Schock, Vice President & CFO, Treasurer
- * David J. Skrabec, Vice President & General Counsel, Secretary;
Vice President, Human Resources
- * John F. Van Riper, Vice President & GM, ELECTRODE Division

* ELTECH Systems Corporation
100 Seventh Avenue, Suite 300
Chardon, OH 44024

** Jones, Day, Reavis & Pogue
599 Lexington Ave.
New York, NY 10022

*** 4915 SW Bimini Circle, S
Palm City, FL 34990

State of Delaware
Office of the Secretary of State

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TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ELTECH SYSTEMS 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 FOURTH DAY OF DECEMBER, A.D. 2001.

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

0939008 8300

AUTHENTICATION: 1479948

010615677

DATE: 12-04-01