

F03 00000000164

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

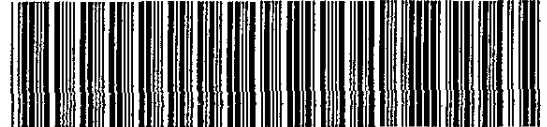
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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05 JAN 18 AM 9:40
CLERK OF STATE
TALLAHASSEE, FLORIDA

01/18/05--01036--001 **35.0

ps 1/21/05
withdrawal

Bayer



Florida Department of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

January 3, 2005

Dear Secretary of State,

Please find enclosed an application (**plus one copy**) for **Certificate of Withdrawal** for Bayer Chemicals Corporation. Please note that a Certificate of Merger of this company with and into Bayer Corporation and effective on January 1, 2005 is enclosed for your information.

Bayer Corporation
100 Bayer Road
Pittsburgh, PA 15205-9741

Phone: 412 777-2000

We are also enclosing a check in the amount of **\$35** to cover the filing fee and a self-addressed, prepaid envelope for your use in returning evidence of the filing back to Bayer.

Please contact me for any questions or concerns.

Thank you, in advance, for your kind cooperation.

Kind regards,

Margret H. Setcavage
Senior Paralegal
Bayer Corporate and Business Services LLC
Tel. 412 777 7810
Fax 412 777 4740

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: BAYER CHEMICALS CORPORATION
(Name of corporation)

DOCUMENT NUMBER: F03000000164

The enclosed **withdrawal application** and fee are submitted for filing.

Please return all correspondence concerning this
matter to the following:

Margret H. Setcavage, Senior Paralegal
(Name of Person)

Bayer Corporate and Business Services LLC
(Firm/Company)

100 Bayer Road
(Address)

Pittsburgh, PA 15205-9741
(City/State and Zip code)

For further information concerning this matter, please call:

Margret H. Setcavage at (412) 777 7810
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Amendment Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL. 32399

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF
AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**

BAYER CHEMICALS CORPORATION

(Name of Corporation)

F03000000164

(Document Number of Corporation (if known))

Delaware

(Incorporated Under Laws of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:


c/o Bayer Corporation, 100 Bayer Road

(Mailing Address)

Pittsburgh, PA 15205

(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

12/31/2004

(Date)

Keith R. Abrams

(Typed or printed name of person signing)

Secretary

(Title of person signing)

FILING FEE \$35

Delaware

PAGE 1

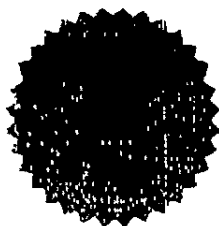
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"BAYER CHEMICALS CORPORATION", A DELAWARE CORPORATION,
WITH AND INTO "BAYER CORPORATION" UNDER THE NAME OF "BAYER CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF INDIANA, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF DECEMBER, A.D. 2004, AT 5:26 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2005.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



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040923833

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3576884

DATE: 12-27-04