

JUN-04-2003 16:14

CT CORPORATION SYSTEM

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Florida Department of State
Division of Corporations
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TALLAHASSEE, FL 06100

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FOREIGN PROFIT QUALIFICATION

FFE Minerals USA Inc.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

16-5-03

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. FFE Minerals USA, 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. 23-2798183
(FEI number, if applicable)
4. 30 November 1994
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(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. 3235 Schoenersville Road, Bethlehem, PA 18017-2103
(Principal office address)
3235 Schoenersville Road, Bethlehem, PA 18017-2103
(Current mailing address)
8. Any lawful act or activity for which corporations may be organized to do business
(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: CT Corporation System
Office Address: 1200 South Pine Island Road,
Plantation, Florida 33324
(City) (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.

CT Corporation System

By: Margaret E. Routzahn
(Registered Agent's signature)

MARGARET E. ROUTZAHN
Special 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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 JUN -4 AM 8:32

APPROVAL
AND
FILED

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: George RoblesAddress: 3235 Schoenersville RoadBethlehem, PA 18017-2103Vice Chairman: Not Applicable

Address: _____

Director: John F. MertzAddress: 3235 Schoenersville RoadBethlehem, PA 18017-2103

Director: _____

Address: _____

B. OFFICERS

President: George RoblesAddress: 3235 Schoenersville RoadBethlehem, PA 18017-2103Sr. Vice President: John F. MertzAddress: 3235 Schoenersville RoadBethlehem, PA 18017-2103Secretary: John F. MertzAddress: 3235 Schoenersville Road, Bethlehem, PA 18017-2103Treasurer: John F. MertzAddress: 3235 Schoenersville Road, Bethlehem, PA 18017-2103NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.
PFE Minerals USA Inc.13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)14. John F. Mertz, Senior Vice President

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDAAPPROVED
AND
FILED

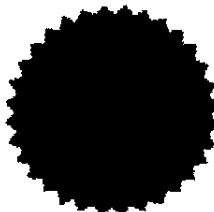
Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PFE MINERALS USA 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 JUNE, A.D. 2003.

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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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2447681

DATE: 06-02-03