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FOREIGN PROFIT QUALIFICATION

O&D USA Inc.

Certificate of Status	0
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Page Count	07
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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. O&D USA INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 20-1981933

(FEI number, if applicable)

4. 12/06/2004

(Date of incorporation)

5. Perpetual

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

6. Upon Qualification

(Date first transacted business in Florida, if prior to registration)
(SBE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 4101 Winfield Road, Warrenville, IL 60555

(Principal office address)

same

(Current mailing address)

8. Manufacture and sale of chemical products

(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 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, 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: Lauren Blue
(Registered agent's signature)

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:

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A. DIRECTORSChairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Director or Officer listed in number 12 of the application)

14. D. B. Pinkert, Vice President

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

Attachment A

Names and business addresses of officers and directors:

DIRECTORS

<u>Name</u>	<u>Business Address</u>
Debra A. Dowling	4101 Winfield Road Warrenville, IL 60555
Daniel B. Pinkert	4101 Winfield Road Warrenville, IL 60555
Debra A. Plumb	4101 Winfield Road Warrenville, IL 60555

OFFICERS

<u>Office/Title</u>	<u>Name</u>	<u>Business Address</u>
President	Ralph C. Alexander	1 St. James Square London SW1Y 4PD United Kingdom
Chief Financial Officer	Kenneth D. Heulitt	4101 Winfield Road Warrenville, IL 60555
Senior Vice President, European Operations	Didier Baudrand	Chertsey Road Sunbury on Thames Middlesex TW16 7LL United Kingdom
Senior Vice President, China and Asia Operations	Dave A. Miller	Plaza 66 Shanghai 200040 China
Senior Vice President, North America Operations	Dennis J. Seith	150 W. Warrenville Rd. Naperville, IL 60563
Senior Vice President, Global Derivatives	George E. Tacquard	150 W. Warrenville Rd. Naperville, IL 60563
Senior Vice President, Business Support and External Affairs	Peter L. Cella	150 W. Warrenville Rd. Naperville, IL 60563
Senior Vice President, Strategy	Jay K. Kouba	150 W. Warrenville Rd. Naperville, IL 60563
Senior Vice President, HR & HSSE	Steve A. Davies	Chertsey Road Sunbury on Thames Middlesex TW16 7LL United Kingdom
Senior Vice President, Business Optimization	Paul Adams	150 W. Warrenville Rd. Naperville, IL 60563
Senior Vice President, Portfolio	Jim White	Chertsey Road Sunbury on Thames Middlesex TW16 7LL United Kingdom

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O&D USA INC.

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<u>Office/Title</u>	<u>Name</u>	<u>Business Address</u>
Vice President and General Tax Officer	Paul D. Wessells	4101 Winfield Road Warrenville, IL 60555
Vice President and General Counsel	Daniel B. Pinkert	4101 Winfield Road Warrenville, IL 60555
Vice President	Douglas J. Reistroffer	4101 Winfield Road Warrenville, IL 60555
Vice President and Assistant Secretary	M. Gwen Herrin	4101 Winfield Road Warrenville, IL 60555
Secretary	Debra A. Plumb	4101 Winfield Road Warrenville, IL 60555
Assistant Secretary	Debra A. Dowling	4101 Winfield Road Warrenville, IL 60555
Assistant Secretary	Kevin Fung	22/F, Devon House Taikoo Place 979 King's Road Hong Kong, China
Assistant Secretary	Peter L. Ling	396 Alexandra Road #01-01 BP Tower Singapore 119954
Assistant Secretary	William T. Mangan	4101 Winfield Road Warrenville, IL 60555
Assistant Secretary	Gary L. Paulson	501 Westlake Park Blvd. Houston, TX 77079
Assistant Secretary	Geoffrey E. Stein	4101 Winfield Road Warrenville, IL 60555
Assistant Secretary	Amy C. Sohl	4101 Winfield Road Warrenville, IL 60555
Treasurer	Robert J. Novaria	4101 Winfield Road Warrenville, IL 60555
Assistant Treasurer	Steven D. Funk	509 S. Boston Ave. Tulsa, OK 74103
Assistant Treasurer	Christine Jadowska	4101 Winfield Road Warrenville, IL 60555
Assistant Treasurer	M. Susan Horvat	4101 Winfield Road Warrenville, IL 60555
Assistant Treasurer	Mark E. Labadie	509 S. Boston Ave. Tulsa, OK 74103
Assistant Treasurer	Marie A. Lukas	4101 Winfield Road Warrenville, IL 60555
Assistant Treasurer	Mike C. Mroz	4101 Winfield Road Warrenville, IL 60555
Assistant Treasurer	Laura P. Peterson	4101 Winfield Road Warrenville, IL 60555
Assistant Treasurer	Audrey E. Smith	4101 Winfield Road Warrenville, IL 60555

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Office/Title	Name	Business Address
Controller	Tom C. Muething	1 St. James Square London SW1Y 4PD United Kingdom
Tax Officer	James A. Dietz	4101 Winfield Road Warrenville, IL 60555
Tax Officer	Dale P. Shrawlow	4101 Winfield Road Warrenville, IL 60555
Tax Officer	John A. Porter	150 W. Warrenville Rd. Naperville, IL 60563

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "O&D 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 FIFTH DAY OF JANUARY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

3891455 8300
050010037



Harriet Smith Windsor
Harriet Smith Windsor / 3891455

DATE: 01-05-05

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