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TALLAHASSEE, FLORIDA

1105-48636
J. BRYAN OCT 25 2005

J. BRYAN NOV 21 2005

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Imerys Kaolin, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Deborah K. Parsons
(Name of Person)
Imerys
(Firm/Company)
100 Mansell Court East, Suite 300
(Address)
Roswell, Georgia 30022
(City/State and Zip code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Deborah K. Parsons at (770) 645-3468
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

October 25, 2005

DEBORAH K. PARSONS
IMERYS
100 MANSELL COURT EAST, SUITE 300
ROSWELL, GA 30022

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TALLAHASSEE, FLORIDA

We have received your document for IMERYS KAOLIN, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We did not receive the 2nd page of application listing officer/directors

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 405A00064650



November 16, 2005

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Attention: Joey Bryan
Document Specialist

Re: Imerys Kaolin, Inc.
Letter Number: 405A00064650

Gentlemen:

I am in receipt of your letter of October 25, 2005 and am enclosing the 2nd page of the application listing officers/directors in response to your letter. Please contact me at 770-645-3468 or at Deborah.Parsons@imerys.com if you need any additional information regarding this filing.

Very truly yours,

A handwritten signature in black ink that reads 'Deborah K. Parsons'.

Deborah K. Parsons
Corporate Paralegal

/dkp
Enclosures

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**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. Imerys Kaolin, 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 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 27, 1990 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 2005
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 100 Mansell Court East, Suite 300, Roswell, Georgia 30076
(Principal office address)
- 100 Mansell Court East, Suite 300, Roswell, Georgia 30076
(Current mailing address)
8. sale of mineral 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: C T Corporation System
- Office Address: 1200 South Pine Island Rd.
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.

Mary R. Adams
(Registered agent's signature)

MARY R. ADAMS
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 business addresses of officers and/or directors:

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TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: Thierry Salmona

Address: 154/156, rue de l'Universite

75007 Paris, France

Vice Chairman: _____

Address: _____

Director: Jeffrey C. Hicks

Address: 100 Mansell Court East, Suite 300

Roswell, Georgia 30076

Director: Catherine H. LaFiandra

Address: 100 Mansell Court East, Suite 300

Roswell, Georgia 30076

B. OFFICERS

President: Thierry Salmona

Address: 154/156, rue de l'Universite

75007 Paris, France

Vice President: Catherine H. LaFiandra

Address: 100 Mansell Court East, Suite 300

Roswell, Georgia 30076

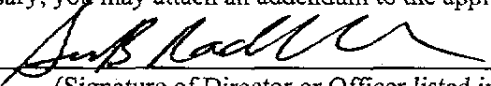
Secretary: Susan B. Radcliffe

Address: 100 Mansell Court East, Suite 300, Roswell, Georgia 30076

Treasurer: Jeffrey C. Hicks

Address: 100 Mansell Court East, Suite 300, Roswell, Georgia 30076

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. Susan B. Radcliffe, Secretary

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

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TALLAHASSEE, FLORIDA

ADDENDUM

A. DIRECTORS

Director: Christopher Sheehey
Address: 154/156, rue de l'Université
75007 Paris, France

Director: Susan B. Radcliffe
Address: 100 Mansell Court East, Suite 300
Roswell, Georgia 30076

Director: Errol Correa
Address: 100 Mansell Court East, Suite 300
Roswell, Georgia 30076

B. OFFICERS

Title: Regional Director, Human Resources - America
Name: Eva P. Brooks
Address: 100 Mansell Court East, Suite 300
Roswell, Georgia 30076

Title: Vice President – Environment, Health & Safety
Name: Christopher Sheehey
Address: 154/156, rue de l'Université
Roswell, Georgia 30076

Title: Chief Information Officer
Name: Errol Correa
Address: 100 Mansell Court East, Suite 300
Roswell, Georgia 30076

Title: Assistant Secretary
Name: Dale S. Voyles
Address: 100 Mansell Court East, Suite 300
Roswell, Georgia 30076

Title: Assistant Secretary
Name: Roxanne E. Cenatempo
Address: 100 Mansell Court East, Suite 300
Roswell, Georgia 30076

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TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IMERYS KAOLIN, 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 SEVENTEENTH DAY OF OCTOBER, A.D. 2005.

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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TALLAHASSEE, FLORIDA



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2247646 8300

AUTHENTICATION: 4230652

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DATE: 10-17-05