

07/26/2006 13:31 850-878-5926 CT CORPORATION SYSTEM PAGE 01 05
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Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

FOREIGN PROFIT/NONPROFIT CORPORATION

EPM Carolina Chemical Holding Corp.

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JF 5/30/06

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. EPM Carolina Chemical Holding Corp.
(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. 20-4760793
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 17, 2006 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 5200 Town Center Circle, Suite 470, Boca Raton, Florida 33486
(Principal office address)
5200 Town Center Circle, Suite 470, Boca Raton, Florida 33486
(Current mailing address)
8. any lawful purpose
(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. 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: _____

(Registered agent's signature)

CONNIE BRYAN
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.

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

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No. 0010 P. 16

A. DIRECTORSChairman: See attached.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: See attached.

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. Thomas M. Halloran

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

14. Thomas M. Halloran, Director, CEO and President

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

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ATTACHMENT

ATTACHMENT**(Delaware)****Directors**

T. Scott King	5200 Town Center Circle, Suite 470, Boca Raton, Florida 33486
R. Lynn Skillen	5200 Town Center Circle, Suite 470, Boca Raton, Florida 33486
Thomas M. Holleran	9911 Brecksville Road, Cleveland, OH 44141

Officers

Thomas M. Holleran	CEO and President	9911 Brecksville Road, Cleveland, OH 44141
Candace M. Wagner	CFO and Treasurer	9911 Brecksville Road, Cleveland, OH 44141
Michael P. Moore	Vice President and Secretary	9911 Brecksville Road, Cleveland, OH 44141

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Delaware

PAGE 1

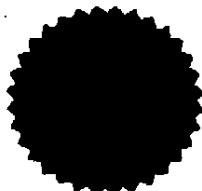
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EPM CAROLINA CHEMICAL HOLDING CORP." 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 TWENTY-FOURTH DAY OF MAY, A.D. 2006.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EPM CAROLINA CHEMICAL HOLDING CORP." WAS INCORPORATED ON THE SEVENTEENTH DAY OF APRIL, A.D. 2006.

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 4772312

DATE: 05-24-06