

F10000003415

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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W10000032103



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SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
2010 JUL 23 PM 3:06

7/29/10

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: MEMC Electronic Materials, 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:

Corporate Tax Department
(Name of Person)

MEMC Electronic Materials, Inc
(Firm/Company)

501 Pearl Drive
(Address)

St. Peters, MO 63376
(City/State and Zip code)

For further information concerning this matter, please call:

Michelle Buck at (636) 474-5000
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

New Filing 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

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

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10 JUL 23 AM 10:42
DIVISION OF CORPORATIONS

July 7, 2010

CORPORATE TAX DEPARTMENT
501 PEARL DRIVE
ST. PETERS, MO 63376

SUBJECT: MEMC ELECTRONIC MATERIALS, INC
Ref. Number: W10000032103

We have received your document for MEMC ELECTRONIC MATERIALS, 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):

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

The registered agent must sign accepting the designation.

Please return the corrected original and one copy of 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) 245-6973.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 710A00016499

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DIVISION OF CORPORATIONS
2010 JUL 23 PM 3:06

**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. MEMC Electronic Materials, 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. 56-1505767
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10/1/1984 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. 501 Pearl Drive, St. Peters, MO 63376
(Principal office address)

501 Pearl Drive, St. Peters, MO 63376
(Current mailing address)

8. silicon wafer manufacturing
(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 Rd.
Plantation, Florida 33324
(City) (Zip code)

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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.

(Registered agent's signature)

See Attached

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:

ACCEPTANCE OF APPOINTMENT

RE: MEMC Electronic Materials, Inc.

CT Corporation System
1200 S. Pine Island Rd.
Plantation, FL 33324

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Dated: July 13, 2010

C T CORPORATION SYSTEM

By Katherine Lackey
Katherine Lackey, Assistant Secretary

2010 JUL 23 PM 3:06
SECRETARY OF STATE
DIVISION OF CORPORATIONS

A. DIRECTORS

Chairman:	<u>John Marren</u>	Director <u>William E. Stevens</u>	Director <u>Michael Mlamara</u>
Address:	<u>501 Pearl Dr.</u> <u>St. Peters, MO 63376</u>	<u>501 Pearl Dr.</u> <u>St. Peters, MO 63376</u>	<u>501 Pearl Dr.</u> <u>St. Peters, MO 63376</u>
Director Vice Chairman:	<u>James B. Williams</u>	<u>Peter Blackmore</u>	<u>Emmanuel T. Hernandez</u>
Address:	<u>501 Pearl Dr.</u> <u>St. Peters, MO 63376</u>	<u>501 Pearl Dr.</u> <u>St. Peters, MO 63376</u>	<u>501 Pearl Dr.</u> <u>St. Peters, MO 63376</u>
Director:	<u>Ahmad Chatila</u>	<u>C. Douglas Marsh</u>	
Address:	<u>501 Pearl Dr.</u> <u>St. Peters, MO 63376</u>	<u>501 Pearl Dr.</u> <u>St. Peters, MO 63376</u>	
Director:	<u>Robert J. Boehlke</u>	<u>Marshall C. Turner</u>	
Address:	<u>501 Pearl Dr.</u> <u>St. Peters, MO 63376</u>	<u>501 Pearl Dr.</u> <u>St. Peters, MO 63376</u>	

B. OFFICERS

President: Ahmad Chatila
Address: 501 Pearl Drive
St. Peters, MO 63376

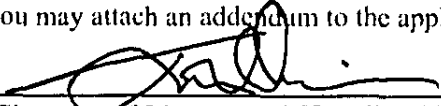
Vice President: Timothy C. Oliver
Address: 501 Pearl Drive
St. Peters, MO 63376

Secretary: Bradley D. Kohn
Address: 501 Pearl Drive, St. Peters, MO 63376

Treasurer: Kurt Bruenning
Address: 501 Pearl Drive, St. Peters, MO 63376

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SECRETARY
DIVISION

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. Timothy Oliver, CFO
(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MEMC ELECTRONIC MATERIALS, 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 TWENTY-FIFTH DAY OF JUNE, A.D. 2010.

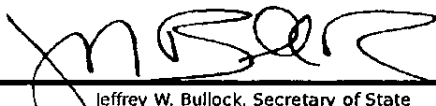
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SECRETARY'S OFFICE
DIVISION OF CORP. AFFS.

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You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8080079

DATE: 06-25-10