

F15000002628

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA  
15 JUN 17 AM 9:21

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6-18-15

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 657389 7124077

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : June 4, 2015

ORDER TIME : 12:43 PM

ORDER NO. : 657389-045

CUSTOMER NO: 7124077

FOREIGN FILINGS

NAME: GCP APPLIED TECHNOLOGIES INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams -- EXT# 62935

EXAMINER: \_\_\_\_\_

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** GCP Applied Technologies 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," or "Certificate of Good Standing" 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:

Donna Reiser

Name of Person

W. R. Grace & Co.-Conn.

Firm/Company

7500 Grace Drive

Address

Columbia, MD 21044

City/State and Zip code

donna.reiser@grace.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Donna Reiser

at ( 410 ) 531-4360

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

**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. GCP Applied Technologies 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. 47-3936076  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 01, 2015 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. c/o W. R. Grace & Co.-Conn., 62 Whittemore Avenue, Cambridge, MA 02140  
(Principal office address)

W. R. Grace & Co.-Conn., 7500 Grace Drive, Columbia, MD 21044  
(Current mailing address)

The corporation intends to engage in any lawful act or activity for which a corporation may be organized under law  
of this state.

8. \_\_\_\_\_  
(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301  
(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.*

Corporation Service Company

By: Michelle P. Vanno  
(Registered agent's signature)

Assistant Vice President

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.

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
15 JUN 17 AM 9:21

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

**A. DIRECTORS**

Chairman: See attached directors rider

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: See attached officers rider

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

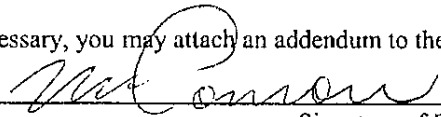
Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13. 

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Michael W. Conron, Assistant Secretary

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

## **OFFICERS/DIRECTORS RIDER**

FL – Application for Certificate of Authority    GCP Applied Technologies Inc.

### **List of Officers**

<b>Name:</b> Alfred E. Festa	<b>Title:</b> Chairman & CEO
<b>Addr:</b> c/o W. R. Grace & Co.,-Conn. 7500 Grace Drive Columbia MD 21044	
<b>Name:</b> Gregory E. Poling	<b>Title:</b> President
<b>Addr:</b> c/o W. R. Grace & Co.,-Conn. 7500 Grace Drive Columbia MD 21044	
<b>Name:</b> Hudson La Force III	<b>Title:</b> VP &CFO
<b>Addr:</b> c/o W. R. Grace & Co.,-Conn. 7500 Grace Drive Columbia MD 21044	
<b>Name:</b> Mark A. Shelnitz	<b>Title:</b> VP & Secretary
<b>Addr:</b> c/o W. R. Grace & Co.,-Conn. 7500 Grace Drive Columbia MD 21044	
<b>Name:</b> Elyse Filon	<b>Title:</b> VP & Treasurer
<b>Addr:</b> 6001 Broken Sound Parkway NW Suite 600 Boca Raton FL 33487	
<b>Name:</b> Michael W. Conron	<b>Title:</b> Assistant Secretary
<b>Addr:</b> c/o W. R. Grace & Co.,-Conn. 7500 Grace Drive Columbia MD 21044	
<b>Name:</b> Charles A. Cross	<b>Title:</b> Assistant Secretary
<b>Addr:</b> c/o W. R. Grace & Co.,-Conn. 7500 Grace Drive Columbia MD 21044	
<b>Name:</b> Craig K. Leon	<b>Title:</b> Assistant Secretary
<b>Addr:</b> 62 Whittemore Avenue Cambridge MA 02140	
<b>Name:</b> Donald J. Teichen	<b>Title:</b> Assistant Treasurer
<b>Addr:</b> 6001 Broken Sound Parkway NW Suite 600 Boca Raton FL 33487	

### **List of Directors**

<b>Name:</b> Alfred E. Festa	<b>Term:</b> May 31, 2016
<b>Addr:</b> c/o W. R. Grace & Co.,-Conn. 7500 Grace Drive Columbia MD 21044	
<b>Name:</b> Hudson La Force III	<b>Term:</b> May 31, 2016
<b>Addr:</b> c/o W. R. Grace & Co.,-Conn. 7500 Grace Drive Columbia MD 21044	
<b>Name:</b> Mark A. Shelnitz	<b>Term:</b> May 31, 2016
<b>Addr:</b> c/o W. R. Grace & Co.,-Conn. 7500 Grace Drive Columbia MD 21044	

# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GCP APPLIED TECHNOLOGIES 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 FOURTH DAY OF JUNE, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GCP APPLIED TECHNOLOGIES INC." WAS INCORPORATED ON THE FIRST DAY OF MAY, A.D. 2015.

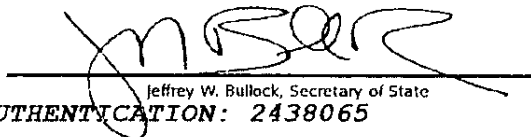
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

5732109 8300

150880888

You may verify this certificate online  
at [corp.delaware.gov/authvor.shtml](http://corp.delaware.gov/authvor.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2438065

DATE: 06-04-15