

F960000000912



THE UNITED STATES
CORPORATION
COMPANY

98 JAN -7 AM 9:01
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 654338 4305026

AUTHORIZATION : Patricia Pizito

COST LIMIT : \$ 35.00

ORDER DATE : December 31, 1997

ORDER TIME : 9:25 AM

ORDER NO. : 654338-095

CUSTOMER NO: 4305026

CUSTOMER: Julianne M. Ells, Legal Asst
Sullivan & Worcester
One Post Office Square

Boston, MA 02109

Name
Change
Amend

900002392119--1

NAME:

HARCROS PIGMENTS INC.

XX PROFIT
NON-PROFIT

XXXX AMENDMENT

FOREIGN FILINGS

Availability	1/7/98
Examiner	DOH
Updater	DOH
Update Verifier	DOH
Acknowledgement	DOH
W.P. Verifier	DOH

XX CORPORATE
LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

RECEIVED
98 JAN -7 AM 10:53
DIVISION OF CORPORATION

400789, 00524, 00672



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 7, 1998

CSC
1201 Hays Street
Tallahassee, FL 32301

SUBJECT: HARCROS PIGMENTS INC.
Ref. Number: F96000000912

RESUBMIT
Please give original
submission date as file date.

We have received your document for HARCROS PIGMENTS INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please see #3 -the original file date on our records is 2-22-96.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 298A00000966

RECEIVED
98 JAN -8 PM 4:16
DIVISION OF CORPORATION

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

FILED
98 JAN -7 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I
(1-3 MUST BE COMPLETED)

1. Harcros Pigments Inc.
Name of corporation as it appears on the records of the Department of State.
2. Delaware
Incorporated under laws of
3. 02/22/1996
Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? January 1, 1998
5. Elementis Pigments Inc.
Name of corporaoun after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
- No Change
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- No Change
New Jurisdiction


Signature

December 23, 1997
Date

David B. Zischen
Typed or printed name

Treasurer
Title

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "HARCROS PIGMENTS INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "ELEMENTIS PIGMENTS INC." THE TWENTY-FOURTH DAY OF DECEMBER, A.D. 1997, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



A handwritten signature in dark ink, appearing to read "Edward J. Freel".

Edward J. Freel, Secretary of State

2224501 8320

981003984

AUTHENTICATION:

8849410

DATE:

01-06-98