

# F970000001130



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 320408 4328337

AUTHORIZATION : *Patricia Piquito*

COST LIMIT : \$ 35.00

ORDER DATE : April 4, 1997

ORDER TIME : 9:17 AM

700002136557--5

ORDER NO. : 320408-005

CUSTOMER NO: 4328337

CUSTOMER: Frank J. Rauktis, Legal Asst  
Cohen & Grigsby  
2900 Cng Tower  
625 Liberty Avenue  
Pittsburgh, PA 15222

## FOREIGN FILINGS

NAME: CEREX ACQUISITION CORP.

XX PROFIT  
       NON-PROFIT

XX CORPORATE  
       LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

NOTE:

must file  
amend to LP  
to officially  
change the GP.

*SP*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR -8 PM 1:59  
97 APR -8 AM 10:35  
DIVISION OF CORPORATIONS

*Name Change*  
*4/30/97*  
*SP*



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 8, 1997

CSC Networks  
Warren Whittaker  
Tallahassee, FL

SUBJECT: CEREX ACQUISITION CORP.  
Ref. Number: F97000001130

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for CEREX ACQUISITION CORP. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

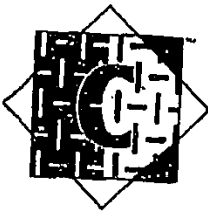
As we have of record a limited partnership by the name of CEREX ADVANCED FABRICS, L.P. doing business in Florida as CEREX ADVANCED FABRICS, LIMITED PARTNERSHIP, a letter of consent is required from the subject corporation indicating that it is affiliated with this limited partnership before the name of the corporation can be changed.

If you have any questions concerning this matter, please either respond in writing or call (904) 487-6901.

Susan Payne  
Senior Section Administrator

Letter Number: 897A00017601

97/04/23 PM 1:53  
RECEIVED



CEREX ADVANCED FABRICS, L.P.

PAGE 82

April 30, 1997

Susan Paige  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Use of Name CEREX Advanced Fabrics, Inc.  
(Formerly Known As CEREX Acquisition Corp. and/or CEREX Nonwoven  
G.P.)

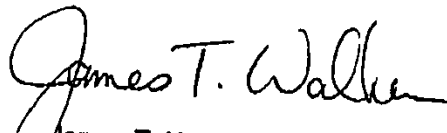
Dear Ms Paige :

This letter will serve to confirm the name change and affiliation of the limited partnership CEREX Advanced Fabrics, L.P. and its General Partner CEREX Advanced Fabrics, Inc. This letter supersedes all previous communication on the name change and clarifies the affiliation of the General Partner.

1. CEREX Advanced Fabrics, L.P. (the "Partnership") is a Delaware limited partnership doing business in the State of Florida.
2. The sole general partner of the Partnership is CEREX Advanced Fabrics, Inc. which has recently changed its name from CEREX Acquisition Corporation, and previously was named CEREX Nonwoven G.P.
3. CEREX Advanced Fabrics, Inc is affiliated with CEREX Advanced Fabrics, L.P. and will serve as its General Partner; and the Partnership consents to the use of the name CEREX Advanced Fabrics, Inc. by its General Partner.

Please contact me if you have any questions regarding this matter.

Sincerely,

  
James T. Walker  
President & CEO

Chemstrand Road  
Tallahassee, FL 32333 U.S.A.

THE NYLON ADVANTAGE

Telephone (904) 968-0100  
Facsimile (904) 968-5229

904 968 5229

04-30-97 11:50AM P002 #30

# 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.)

### SECTION I

(1-3 must be completed)

1. Cerex Acquisition Corp.  
Name of corporation as it appears on the records of the Department of State.
2. Delaware  
Incorporated under the laws of
3. March 5, 1997  
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? March 17, 1997
5. Cerex Advanced Fabrics, Inc.  
Name of corporation 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.
- NA  
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- NA  
New Jurisdiction

James T. Walker  
Signature  
James T. Walker  
Typed or printed name

March 17, 1997  
Date  
President  
Title

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR -8 PM 1:59

*State of Delaware*  
*Office of the Secretary of State*

---

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CEREX ACQUISITION CORP.", FILED A RESTATED CERTIFICATE, CHANGING ITS NAME TO "CEREX ADVANCED FABRICS, INC.", THE SEVENTEENTH DAY OF MARCH, 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.



*Edward J. Freel*

Edward J. Freel, Secretary of State

2710406 8320

971110692

AUTHENTICATION:

DATE:

8405754

04-07-97