



THE UNITED STATES
CORPORATION
COMPANY

97000006536

ACCOUNT NO. : 072100000032

REFERENCE : 623658 5012411

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 4, 1997

ORDER TIME : 9:22 AM

ORDER NO. : 623658-005

CUSTOMER NO: 5012411

CUSTOMER: Ms. Karin J. Owen
Rpm, Inc.
2628 Pearl Road

Medina, OH 44256

wa7-27489

100002367021--8
-12/09/97--01070--001
***1200.00 ***1200.00

100002367021--8
-12/09/97--01070--002
*****35.00 *****35.00

FOREIGN FILINGS

NAME: EUCHEM, 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: Daniel W Leggett

RECEIVED

97 DEC -9 PM 1:24

DIVISION OF CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -9 AM 11:29

12/10



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 9, 1997

CSC
ATTN: DANIEL W. LEGGETT

SUBJECT: EUCHEM, INC.
Ref. Number: W97000027489

RESUBMIT
Please give original
submission date as file date.

We have received your document for EUCHEM, INC. and your check(s) totaling \$1235.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please provide a complete street address for all officers and directors.

Please return 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) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 497A00058014

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97 DEC 11 AM 10:49
DIVISION OF CORPORATION

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:*

1. EUCHEM, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Ohio 3. 34-0973756
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/27/65 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. June, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 19218 Redwood Rd.
Cleveland, OH 44110
(Current mailing address)

8. Any and all lawful activities
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(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: Margaret G. Cullen

(Registered agent's signature)

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 addresses of officers and/or directors: (Street address ONLY- P.O. Box NOT acceptable)

A. DIRECTORS (Street address only- P.O. Box NOT acceptable)

Chairman: Thomas C. Sullivan

Address: 2628 Pearl Rd.
Medina, OH 44256

Vice Chairman: _____

Address: _____

Director: James A. Karman

Address: 2628 Pearl Rd.
Medina, OH 44256

Director: Kenneth W. Korach

Address: 19218 Redwood Rd.
Cleveland, OH 44110

B. OFFICERS (Street address only- P.O. Box NOT acceptable)

President: *SEE ATTACHED*

Address: _____

Vice President: _____

Address: _____

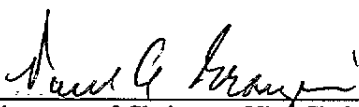
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. Paul A. Granzier - Secretary
(Typed or printed name and capacity of person signing application)

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EUCHEM, INC.

Thomas C. Sullivan	Chairman	2628 Pearl Road, Medina, OH 44256
Kenneth W. Korach	President	19218 Redwood Road, Cleveland, OH 44110
Moorman L. Scott	Exec. Vice President	19218 Redwood Road, Cleveland, OH 44110
William S. Phelan	Senior Vice President	19218 Redwood Road, Cleveland, OH 44110
Raymond A. Adams	Vice President	19218 Redwood Road, Cleveland, OH 44110
Cynthia A. Cicgoi	Vice Pres. and Treasurer	19218 Redwood Road, Cleveland, OH 44110
Bruce R. Strickland	Vice President - Sales	19218 Redwood Road, Cleveland, OH 44110
Paul A. Granzier	Secretary	19218 Redwood Road, Cleveland, OH 44110
James Zele	Controller	19218 Redwood Road, Cleveland, OH 44110

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.

}

I, Bob Taft, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations and Miscellaneous filings; that said records show EUCHEM, INC., an Ohio Corporation, Charter No. 346416, having its principal location in Cleveland, County of Cuyahoga, was incorporated on December 27, 1965, is currently in **GOOD STANDING** upon the records of this office.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -9 AM 11:29



WITNESS my hand and official
seal at Columbus, Ohio this
8th day of December, A.D. 1997

Bob Taft

Bob Taft
Secretary of State