

F98000003901



ACCOUNT NO. : 072100000032
REFERENCE : 884400 4373076
AUTHORIZATION : Patricia Pizoto
COST LIMIT : \$ 70.00

ORDER DATE : July 8, 1998
ORDER TIME : 11:35 AM
ORDER NO. : 884400-005
CUSTOMER NO: 4373076

CUSTOMER: Ms. Sandy Andress
Solvay America, Inc.
3333 Richmond Ave.
Houston, TX 77098

300002584353--0

FOREIGN FILINGS

NAME: SOLVAY ADVANCED POLYMERS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

*instructed me to
add 7/1/98 #6
7/9/98*

FILED
SECRETARY OF STATE
98 JUL -9 PM 1:54

*mt
7/9*

RECEIVED
98 JUL -9 PM 12:05
DIVISION OF CORPORATION

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. Solvay Advanced Polymers, 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. Delaware (State or country under the law of which it is incorporated) 3. 76-0560081 (FEI number, if applicable)

4. 12/8/97 (Date of Incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification 3/1/98 (Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 3333 Richmond Avenue Houston, TX 77098 (Current mailing address)

8. To engage in any lawful act for which corporations are allowed to conduct business in Florida and to engage in the manufacture, marketing & selling of PVD (Purposes) 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: [Signature] (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.

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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: SEE ATTACHED.

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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

President: SEE ATTACHED.

Address:

Vice President:

Address:

Secretary:

Address:

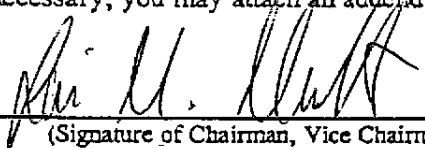
Treasurer:

Address:

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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.

Lori M. Muratta, Secretary

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

SOLVAY ADVANCED POLYMERS, INC.

DIRECTORS AND OFFICERS LISTING

Directors:

Philip M. Uhrhan	3333 Richmond Ave., Houston, Texas 77098
David Birney	3333 Richmond Ave., Houston, Texas 77098
Laird McBeth	3333 Richmond Ave., Houston, Texas 77098
Pierre Tucoulat	rue du Prince Albert, 33, B-1050 Brussels, Belgium
Paul Gioan	rue du Prince Albert, 33, B-1050 Brussels, Belgium

Officers:

Laird McBeth	President	3333 Richmond Ave., Houston, TX 77098
Edgar Case	Treasurer	3333 Richmond Ave., Houston, TX 77098
Lori Muratta	Secretary	3333 Richmond Ave., Houston, TX 77098

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SOLVAY ADVANCED POLYMERS, 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 EIGHTH DAY OF JULY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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DIVISION
98 JUL -9 PM 1:54

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9184523

07-08-98



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: