

F990000006205  
Document Number Only

C T Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301

City

State

Zip

Phone

CORPORATION(S) NAME

700002773437--8

-02/12/99--01001--003

\*\*\*\*\*70.00 \*\*\*\*\*70.00

W99-3545

700002773437--8

-11/30/99--01058--001

\*\*\*\*\*800.00 \*\*\*\*\*800.00

Key Chemical Company

99 NOV 30 PM 8 48  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Photo Copies

☐ Call if Problem

☐ Will Wait

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Merge

☐ Mark

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ After 4:30

☒ Pick Up

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JOEY

NOTIFICATION DIVISION OF CORPORATION

99 FEB 11 PM 3:44

TELEPHONE



# *Department of State*

## *Memorandum Office of the General Counsel*

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: November 23, 1999

RE: Kay Chemical Company

Based on my review of the file, affidavits and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has previously paid outstanding report fees from 1997 of \$300.00 and has paid foreign non-qualified penalties of \$ 500.00 assessed in a lump sum to avoid litigation. Corporation wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gty

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99 NOV 30 PM 8:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 11, 1999

C T CORP

SUBJECT: KAY CHEMICAL COMPANY  
Ref. Number: W99000003545

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for KAY CHEMICAL COMPANY and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that KAY CHEMICAL COMPANY has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in Florida". Please contact this office concerning the date first transacted business in Florida.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$17696.25.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If it is determined that the corporation's previous activities in Florida that warranted compliance with Florida's revenue laws did not constitute the transaction of business within the meaning of s. 607.1501, F.S., please provide a sworn affidavit to that effect.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

07/01/83

Michael Mays  
Document Specialist

Letter Number: 299A00006226

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

June 8, 1999

KAY CHEMICAL COMPANY  
ATTN: KENNETH A. IVERSON  
8300 CAPITAL DRIVE  
GREENSBORO, NC 27409

SUBJECT: KAY CHEMICAL COMPANY  
Ref. Number: W99000003545

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for KAY CHEMICAL COMPANY.

This office received information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, which indicates that the corporation has transacted business in the State of Florida since July 1, 1983. You were notified by letter dated February 11, 1999, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$17696.25 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (850) 487-6051.

Gretchen Harvey  
Document Specialist Supervisor Letter No. 299A00030864

Enclosure

# 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. Kay Chemical Company  
(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. North Carolina  
(State or country under the law of which it is incorporated)
3. 56-0791582  
(FEI number, if applicable)
4. June 25, 1963  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155))
7. Kay Chemical Company  
8300 Capital Drive, Greensboro, NC 27409  
(Current mailing address)
8. Supplier of cleaning and sanitizing products and services.  
(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: C T Corporation System  
  
Office Address: 1200 South Pine Island Road  
  
Plantation, Florida, 33324  
(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.

Michele K. Justensen, Asst. Secy.  
(Registered agent's signature)  
Michele K. Justensen / Asst. Secy.

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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TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable) SEE ATTACHED LIST

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

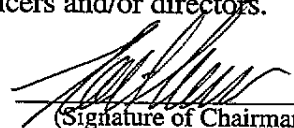
Treasurer: \_\_\_\_\_

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

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TALLAHASSEE, FLORIDA

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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) *df*

14. Kenneth A. Iverson, Assistant Secretary  
(Typed or printed name and capacity of person signing application)

**KAY CHEMICAL COMPANY**

**DIRECTORS**

**NAME**

**ADDRESS**

Lawrence T. Bell

370 Wabasha St. N.  
St. Paul, MN 55102

Kenneth A. Iverson

370 Wabasha St. N.  
St. Paul, MN 55102

**OFFICERS**

**NAME AND ADDRESS**

**TITLE**

Doug Baker  
8300 Capital Drive  
Greensboro, NC 27409

Vice President and General Manager

Lawrence T. Bell  
370 Wabasha St. N.  
St. Paul, MN 55102

Assistant Secretary

John G. Forsythe  
370 Wabasha St. N.  
St. Paul, MN 55102

Vice President - Tax

Steven L. Fritze  
370 Wabasha St. N.  
St. Paul, MN 55102

Vice President and Treasurer

George Harris  
8300 Capital Drive  
Greensboro, NC 27409

Vice President and Chief Financial Officer

Kenneth A. Iverson  
370 Wabasha St. N.  
St. Paul, MN 55102

Assistant Secretary

Gerald E. LaCrosse  
8300 Capital Drive  
Greensboro, NC 27409

Senior Vice President, Manufacturing and  
Research and Development

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TALLAHASSEE, FLORIDA



NAME AND ADDRESS

TITLE

William T. Lawler  
8300 Capital Drive  
Greensboro, NC 27409

Vice President - Marketing and Strategic  
Planning

David Moff  
8300 Capital Drive  
Greensboro, NC 27409

Vice President - Human Resources

John A. Pelehach  
8300 Capital Drive  
Greensboro, NC 27409

Vice President, General Counsel and  
Secretary

Daniel J. Schmechel  
370 Wabasha St. N.  
St. Paul, MN 55102

Assistant Treasurer

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# STATE OF NORTH CAROLINA



Department of The  
Secretary of State

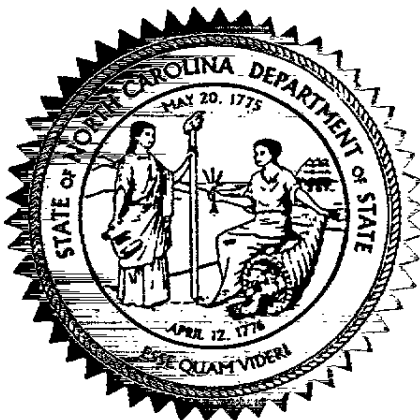
## CERTIFICATE OF EXISTENCE

I, **ELAINE F. MARSHALL**, *Secretary of State of the State of North Carolina*, do hereby certify that

**KAY CHEMICAL COMPANY**

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 25th of June, 1963, with its period of duration being perpetual.

I **FURTHER** certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 2nd day of February, 1999.

*Elaine F. Marshall*

Secretary of State

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SECRETARY OF STATE  
ALBANY, NEW YORK