

MO6000003833

00789-00637-00608-00647-00671

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 28, 2006

JOSEPH GRUNKLEE
ARKEMA INC.
2000 MARKET STREET, ATTN: TAX DEPT.
PHILADELPHIA, PA 19103-3222

SUBJECT: CEREXAGRI-NISSO LLC
Ref. Number: W06000009759

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TALLAHASSEE, FLORIDA

We have received your document for CEREXAGRI-NISSO LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 606A00014058

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CEREXAGRI-NISSO LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

JOSEPH GRUNKLEE
(Name of Person)

Arkema INC
(Firm/Company)

2000 MARKET STREET, ATTN: TAX DEPARTMENT
(Address)

PHILADELPHIA, PA 19103-3222
(City/State and Zip Code)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

JOSEPH GRUNKLEE at 215-419-7000
(Name of Person) (Area Code & Daytime Telephone Number)

MAILING ADDRESS:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy



Direct Dial: 215-419-7216
Fax: 215-419-7933
E-Mail: lisa.sayles@arkemagroup.com

Law Department

July 7, 2006

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314
Attn: Michelle Hodges

Re: Cerexagri-Nisso LLC

Dear Ms. Hodges:

Enclosed please find the following which was requested on the enclosed letter dated February 28, 2006:

- Completed Cover Letter and Application
- Certificate of Designation of Registered Agent/Registered Office
- Original Certificate of Existence

Thank you.


Lisa Sayles
Administrative Assistant

Enclosures

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TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Cerexagri-Nisso LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Marsha J. Smith
(Name of Person)

Arkema Inc.
(Firm/Company)

2000 Market Street - Legal Department
(Address)

Philadelphia, PA 19103
(City/State and Zip Code)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Marsha J. Smith at (215) 419-7691
(Name of Person) (Area Code & Daytime Telephone Number)

MAILING ADDRESS:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Division of Corporations
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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Cerexagri-Nisso LLC
(Name of Foreign Limited Liability Company)
2. Delaware 3. 20-3630153
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. July 14, 2006 5. December 31, 2009
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. January 1, 2006
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 630 Freedom Business Cener, Suite 402
King of Prussia, PA 19406
(Street Address of Principal Office)

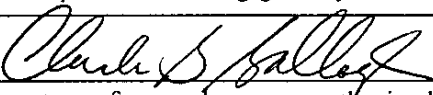
8. If limited liability company is a manager-managed company, check here ☐

9. The name and usual business addresses of the managing members or managers are as follows:

See Attached Schedule A

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Purchase, market, sell and
distribute certain agrochemical products and to engage in any and all activities incidental to the foregoing.


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
Charles B. Gallagher, General Manager

Typed or printed name of signee

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TALLAHASSEE, FLORIDA

Schedule A

Cerexagri-Nisso LLC
Board Members

<u>Member</u>	<u>Address</u>
Francois GIRIN	630 Freedom Business Center Suite 402 King of Prussia, PA 19406
Madeline Palac	630 Freedom Business Center Suite 402 King of Prussia, PA 19406
Charles B. Gallagher	630 Freedom Business Center Suite 402 King of Prussia, PA 19406
John Kasper	45 Broadway Suite 2120 New York, NY 10006
Ko Murakami	45 Broadway Suite 2120 New York, NY 10006
Tsutomu Sakuma	45 Broadway Suite 2120 New York, NY 10006

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Cerexagri-Nisso LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hays Street

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL 32301

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

Corporation Service Company

By: 

(Signature)

Karen M. Dyer, Asst. Sec.

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

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TALLAHASSEE, FLORIDA

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CEREXAGRI-NISSO LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF APRIL, A.D. 2006.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

4000197 8300

AUTHENTICATION: 4661335

060289983

DATE: 04-11-06