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FLORIDA/FOREIGN LIMITED LIABILITY CO.

ATTAPULGITE MINING LLC

Certificate of Status	0
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EXAMINER

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Help

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. Attapulgit Mining LLC  
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

BASF Attapulgit Mining LLC

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 26-1166274  
(FEI number, if applicable)

4. September 30, 2008  
(Date of Organization)

5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")

6. October 3, 2007 as Attapulgit Mining Inc.  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

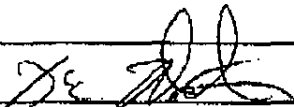
7. 100 Campus Drive, Florham Park, NJ 07932  
(Street Address of Principal Office)

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:  
BASF Corporation (Member) - 100 Campus Drive, Florham Park, NJ 07932

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: mining



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.)  
Douglas E. Martin, Assistant Secretary of BASF Corporation

Typed or printed name of signee

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**WRITTEN CONSENT  
OF THE  
SOLE MEMBER  
OF  
ATTAPULGITE MINING LLC**

The undersigned, being the Sole Member of Attapulgit Mining LLC, a Delaware limited liability company (the "LLC"), hereby consents to the following actions:

**Assumed Name for Qualification in Florida**

RESOLVED, that "BASF Attapulgit Mining LLC" be used by the LLC as an alternate name for the purposes of doing business in the State of Florida in the event "Attapulgit Mining LLC" is unavailable.

**Banking Matters**

RESOLVED, that any two of the following officers of the LLC, (only one whom may be an Assistant Treasurer) and their successor or successors in office, to wit:

Managing Director  
Treasurer  
Secretary  
Assistant Treasurer

are hereby authorized and empowered: (a) to designate any bank or banks as depository or depositories for the LLC, and to open, maintain or terminate with any such depository any account or accounts to be known by such titles as shall be designated by them, and any depository so designated is authorized to accept for deposit and collection in accordance with its terms and conditions, then, or at any time thereafter, in effect, for the credit of the LLC, any and all checks, drafts, notes and other instruments when endorsed in the name of the LLC in writing, by rubber stamp or otherwise, with or without a designation of the party making such endorsement; (b) from time to time to designate the person or persons who may in the name of the LLC: (i) sign either manually or by facsimile, checks, drafts, notes, and other orders for payment of moneys drawn upon such account or accounts in any bank or banks; (ii) issue electronic, oral, telephonic, or written instructions with respect to the transfer or withdrawal of funds by electronic means, including, but not limited to automated clearing house (ACH) transactions, wire transfers, and book transfers; and (iii) execute and deliver agreements for the utilization of banking services related to accounts established with depositories, PROVIDED, in cases where said persons are authorized to sign by facsimile signatures, the bank or banks may pay moneys on deposit in the name of the LLC on checks, drafts, notes or other orders for the payment of moneys and may act on any order, instruction, or authorization, when bearing or purporting to bear the facsimile signature of said person or persons when such signature(s)

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resemble the facsimile specimen duly certified to or filed with the bank or banks, by the LLC, regardless of by whom or by what means the actual or purported facsimile signature or signatures thereon may have been affixed thereto.

FURTHER RESOLVED, that the Secretary or any Assistant Secretary is hereby authorized and directed from time to time, to certify copies of this resolution and the incumbency of any of the officers holding the offices herein mentioned and the authority conferred by these resolutions shall remain in force and effect until changed by further resolution.

IN WITNESS WHEREOF, this Consent shall be effective as of October 8, 2008.

BASF CORPORATION

By: \_\_\_\_\_

Name: Douglas E. Martin

Title: Assistant Secretary

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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:

Attapulgate Mining LLC

If name unavailable, the alternate name to be used in the state of Florida is:

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

CT Corporation System  
(Name)  
1200 South Pine Island Road  
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)  
Plantation FL 33324  
City/State/Zip

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*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.*

CT Corporation System

By:

Connie Bryner  
(Signature) **CONNIE BRYNER**  
**SPECIAL ASSISTANT SECRETARY**

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

# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ATTAPULGITE MINING 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 SIXTEENTH DAY OF OCTOBER, A.D. 2008.

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

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

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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6915729

DATE: 10-16-08