

M18000002042

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

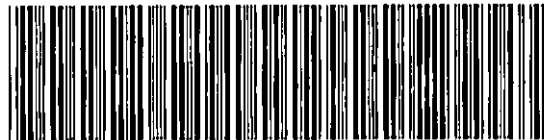
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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RECEIVED  
2018 FEB 26 PM 1:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
18 FEB 28 AM 9:49  
TALLAHASSEE, FLORIDA

FEB 28 2018

Y SULKER

file Second

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I200000000195

REFERENCE : 085051 4716524

AUTHORIZATION :

COST LIMIT : \$ 125.00

ORDER DATE : February 26, 2018

ORDER TIME : 12:08 PM

ORDER NO. : 085051-045

CUSTOMER NO: 4716524

FOREIGN FILINGS

NAME: VALENT U.S.A. LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Roxanne Turner -- EXT# 62969

EXAMINER: \_\_\_\_\_

COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Valent U.S.A. 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:

Edmund Baumgartner

Name of Person

Valent U.S.A. LLC

Firm/Company

1600 Riviera Avenue, Suite 200

Address

Walnut Creek, CA 94596

City/State and Zip Code

edmund.baumgartner@valent.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Edmund Baumgartner

Name of Contact Person

at (847)

Area Code

968-4747

Daytime Telephone Number

MAILING ADDRESS:

Division of Corporations  
Registration Section  
P.O. Box 6327  
Tallahassee, FL 32314

STREET ADDRESS:

Division of Corporations  
Registration Section  
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

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS  
IN FLORIDA

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Valent U.S.A. LLC  
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")
- (If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")
2. Delaware 3. 94-3061141  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. Upon filing  
(Date first transacted business in Florida, if prior to registration)  
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)
5. 1600 Riviera Avenue 6. 1600 Riviera Avenue  
(Street Address of Principal Office) (Mailing Address)  
Suite 200  
Walnut Creek, CA 94596

7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street  
Tallahassee, Florida 32301  
(City) (Zip code)

Registered agent's acceptance:

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 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.

By: Corporation Service Company

By: Roxanne Turner

(Registered agent's signature)

18 FEB 23 AM 5:15  
Roxanne Turner  
Asst. Vice President

8. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

Title or Capacity:	Name and Address:	Title or Capacity:	Name and Address:
Member	Sumitomo Chemical America, Inc 150 East 42nd Street, Suite 701 New York, NY 10017		
Managers	Attached list.		

(Use attachments if necessary)

9. Attached is a 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. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)

Scott Mitchell  
Signature of an authorized person

10. This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Scott Mitchell, President of Member

Typed or printed name of signer

<b>Member:</b>	Sumitomo Chemical America, Inc.		150 East 42nd Street, Suite 701, New York, NY 10017
	President	Scott Mitchell	150 East 42nd Street, Suite 701, New York, NY 10017
<b>Managers/Directors:</b>	Chairman	Rei Nishimoto	27-1, Shinkawa 2-chome, Chuo-ku, Tokyo, Japan 00104-8260
	President & CEO	Andrew Lee	1600 Riviera Ave., Ste 200, Walnut Creek, CA 94596
		Hiroyoshi Mukai	1600 Riviera Ave., Ste 200, Walnut Creek, CA 94596
		Matthew Plitt	1600 Riviera Ave., Ste 200, Walnut Creek, CA 94596
		Keiichi Sakata	27-1, Shinkawa 2-chome, Chuo-ku, Tokyo, Japan 00104-8260
		Kimitoshi Umeda	27-1, Shinkawa 2-chome, Chuo-ku, Tokyo, Japan 00104-8260
		Tomokazu Ikeda	27-1, Shinkawa 2-chome, Chuo-ku, Tokyo, Japan 00104-8260

18 FEB 26 AM 9:49  
 141-10455-1 (PENDING)  
 141-10455-1 (PENDING)

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "VALENT U.S.A. LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR REVOKED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

CERTIFICATE OF FORMATION, FILED THE TWENTY-SEVENTH DAY OF FEBRUARY, A.D. 2017, AT 12:43 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE FIRST DAY OF MARCH, A.D. 2017 AT 12:01 O'CLOCK A.M.

CERTIFICATE OF MERGER, FILED THE FIFTEENTH DAY OF MARCH, A.D. 2017, AT 12:07 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF APRIL, A.D. 2017 AT 12:01 O'CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

6329340 8310

SR# 20181343172

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

Authentication: 202210232

Date: 02-26-18