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CT CORPORATION SYSTEM

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, FL 32301 222-1092

City State Zip Phone

CORPORATION(S) NAME

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TALLAHASSEE FLORIDA  
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Milkenium Petrochemicals GP LLC

\*\*\*\*285.00 \*\*\*\*285.00

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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. Millennium Petrochemicals GP LLC  
 (Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present. ~~Please Note: L.L.C. is not an acceptable suffix in Florida.~~)
  
2. Delaware  
 (Jurisdiction under the law of which foreign limited liability company is organized)
  
3. N/A  
 (FEI number, if applicable)
  
4. October 3, 1997  
 (Date of Organization)
  
5. Perpetual  
 (Duration: Year limited liability company will cease to exist or "perpetual")
  
6. The LLC will not actually do business in Florida; rather it will be holding the general partnership interests in a limited partnership, which will be doing business in Florida.  
 (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
  
7. Meadowood II Shopping Center, 2644 Capitol Trail, Suite B-1  
Newark, DE 19711  
 (Street address of principal office)
  
8. List and indicate in title space provided the name, title, and business address of each managing member [MGRM] or manager [MGR]. It is not necessary to list members.  
 (attach additional page if necessary)

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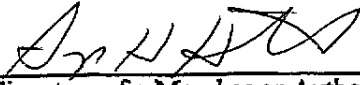
| NAME & ADDRESS:                       | TITLE:      | NAME & ADDRESS: | TITLE: |
|---------------------------------------|-------------|-----------------|--------|
| <u>Millennium Petrochemicals Inc.</u> | <u>MGR.</u> | _____           | _____  |
| <u>11500 Northlake Drive</u>          |             | _____           |        |
| <u>Cincinnati, OH 45249</u>           |             | _____           |        |
| _____                                 |             | _____           |        |
| _____                                 |             | _____           |        |
| _____                                 |             | _____           |        |
| _____                                 |             | _____           |        |
| _____                                 |             | _____           |        |

**Filing Fee: \$ 52.50 for Application**

\_\_\_\_\_  
\_\_\_\_\_  
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\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_


November 5, 1997  
(Date)

  
(Signature of a Member or Authorized Representative of a member)

**REGISTERED AGENT ACCEPTANCE**

Having been named as registered agent and to accept service of process for the above stated foreign limited liability company at the place designated in this certificate pursuant to the provisions of section 608.507, Florida Statutes, 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.

CT Corporation System

By:   
(Signature)

11-7-97  
(Date)

**Patrick A. Nolan**  
(The Name of Officer)  
**Assistant Secretary**  
(Title of Officer)

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TALLAHASSEE FLORIDA

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Millennium Petrochemicals GP  
LLC

2. The name and address of the registered agent and office is:

C T CORPORATION SYSTEM  
(Name)


c/o C T CORPORATION, 1200 South Pine Island Road,  
(P.O. Box not acceptable)

Plantation, Florida 33324  
(City/State/Zip)

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TALLAHASSEE FLORIDA

*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.*

C T CORPORATION SYSTEM

  
(Signature)  
**Patrick A. Nolan**  
**Assistant Secretary**

November 7, 1997  
(Date)


FILING FEE: \$ 35 for Designation of Registered Agent

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY**

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The undersigned member or authorized representative of a member of \_\_\_\_\_  
Millennium Petrochemicals GP LLC deposits and says:

- 1) the above named limited liability company has one member/manager
- 2) the total amount of cash contributed by the member(s) is \$ 8,600.00 .
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0- . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$ 8,600.00 . This total includes amounts from 2 and 3 above.

  
\_\_\_\_\_  
Signature of a member or authorized representative of a member.  
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**Filing Fee: \$ 52.50 for Affidavit**

State of Delaware  
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MILLENNIUM PETROCHEMICALS GP 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 THIRTY-FIRST DAY OF OCTOBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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TALLAHASSEE FLORIDA



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

8734584

DATE:

10-31-97

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