



The State of Texas

SECRETARY OF STATE

I, **ELTON BOMER**, Secretary of State of Texas, DO HEREBY CERTIFY that **GENERAL ANILINE & FILM CORPORATION**, a **DELAWARE** corporation, was issued a Certificate Of Authority to do business in the State of Texas on **JANUARY 2, 1968**;

IT IS FURTHER CERTIFIED that according to the records of this office a Certificate of Withdrawal was issued to the above named corporation on **NOVEMBER 12, 1974**;

IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on August 1, 2000.



Elton Bommer
Secretary of State

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The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that the attached are true and correct copies of the following described documents on file in this office:

GENERAL ANILINE & FILM CORPORATION
FILE NO. 27043-6

APPLICATION FOR CERTIFICATE OF AUTHORITY
APPLICATION FOR CERTIFICATE OF WITHDRAWAL

JANUARY 2, 1968
NOVEMBER 12, 1974



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on August 2, 2000.

Elton Bomer
Secretary of State

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FILED
In the Office of the
Secretary of State of Texas

APPLICATION FOR CERTIFICATE OF AUTHORITY

JAN 8 1968

OF

GAP CORPORATION

Dale Craig Johnson
Director, Corporation Division

To the Secretary of State
of the State of Texas:

Pursuant to the provisions of Article 8.05 of the Texas Business Corporation Act, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is GAP CORPORATION
2. The name which it elects to use in your State is GAP CORPORATION
3. It is incorporated under the laws of Delaware
4. The date of its incorporation is DEC. 6, 1967 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is
100 West Tenth Street, Wilmington, Delaware
6. The address of its proposed registered office in your State is Republic National Bank Bldg.
c/o C T Corporation System, Dallas, Texas
and the name of its proposed registered agent in your State at that address is C T CORPORATION SYSTEM
7. The purpose or purposes which it proposes to pursue in the transaction of business in your State are:

SEE RIDER

8. The names and respective addresses of its directors and officers are:

NAME	OFFICE	ADDRESS
<u>L. E. GRAY</u>	<u>President & Directors</u>	<u>277 Park Avenue</u> <u>New York, New York</u>
<u>JOSEPH A. BARBERA</u>	<u>Vice-President & Dir.</u>	<u>277 Park Avenue</u> <u>New York, New York</u>
<u>JOSEPH A. BARBERA</u>	<u>Treasurer</u>	<u>277 Park Avenue</u> <u>New York, New York</u>
<u>E. A. MOLL</u>	<u>Secretary and Director</u>	<u>277 Park Avenue</u> <u>New York, New York</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

NUMBER OF SHARES	CLASS	SERIES	PAR VALUE PER SHARE OR STATEMENT THAT SHARES ARE WITHOUT PAR VALUE
<u>1,000</u>	<u>Common</u>		<u>\$1.00</u>

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

NUMBER OF SHARES	CLASS	SERIES	PAR VALUE PER SHARE OR STATEMENT THAT SHARES ARE WITHOUT PAR VALUE
<u>1,000</u>	<u>Common</u>		<u>\$1.00</u>

11. The amount of its stated capital is \$ 1,000

12. Consideration of the value of at least One Thousand Dollars (\$1,000.00) has been paid for the issuance of its shares.

13. This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated December 11, 1967

GAF CORPORATION

By L. E. Gray

Its President

and E. A. Moll

Its Secretary

STATE OF NEW YORK

COUNTY OF NEW YORK

I, FREDERICK PARRAN, a notary public, do hereby certify that on this 11th day of December, 1967, personally appeared before me L. E. GRAY who being by me first duly sworn, declared that he is the President of GAF CORPORATION, that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

(Notarial Seal)

[Signature]
Notary Public

New York
County

(a) To engage in the business of purchasing, manufacturing, compounding, refining, distributing, selling, importing, exporting, exploiting and using, and to purchase, manufacture, compound, refine, distill, treat, prepare, analyze, synthesize, produce and in every way deal in and with, chemicals of every kind, chemical materials, substances and products, including acids, alkalis and salts, their compounds and derivatives, and also derivatives, materials, products, substances and combinations produced or manufactured therefrom, including solids, liquids and gases of all kinds; to engage in the separation or reduction and treatment of solids, liquids, and gases into their constituents; to produce and utilize and deal in and with chemical combinations of all kinds.

(b) To engage in the business of purchasing, manufacturing, distributing, selling, importing, exporting, using and generally dealing in and to purchase, manufacture, distribute, sell, import, export, use and generally deal in cameras of all kinds and for all uses and all parts thereof, raw cinematographic films, photographic, photostatic, contact printing and sensitized papers, films and plates, mounting cards and frames, developing materials, tools, appliances and chemicals, and all other tools, appliances, devices, equipment, chemicals and supplies necessary, appropriate or incidental to the taking, developing and printing of photographs, pictures, photostats, prints and other graphic reproductions and to take, develop, print and generally deal in photographs, pictures, photostats, prints and other graphic reproductions.

(c) To engage in the business of purchasing, manufacturing, distributing, selling, importing, exporting, using and generally dealing in and to purchase, manufacture, distribute, sell, import, export, use and generally deal in building materials, floor coverings and industrial products of all kinds and for all uses and by-products derived therefrom.

(d) To construct, erect, acquire, lease, hire, sell, dispose of, operate and use plants, machinery, equipment, apparatus and appliances of any and every kind capable of being used in or in connection with the business of the corporation and to acquire, own, use, develop, exploit, dispose of and deal in processes, inventions, apparatus and machinery of any and every kind necessary or useful in connection with its business.

(e) To manufacture, produce, buy, acquire, sell, dispose of, import, export, trade in and generally deal in and with goods, wares, merchandise, commodities and articles of personal property of any and every class and description.

(f) To foster and finance the development of chemical and allied industries in the United States of America and elsewhere.

ANTI-TRUST AFFIDAVIT

STATE OF NEW YORK

COUNTY OF NEW YORK

Before me, the undersigned authority, on this day personally appeared L. E. GRAY

who being by me duly sworn, deposes and says:

That the GAF CORPORATION is not a trust or organization in restraint of trade, in violation of the laws of Texas; that it has not, within twelve months next preceding the date of this affidavit, entered into any combination, contract, obligation or agreement to create nor which may tend to create or to carry out any restriction in trade or commerce or aids to commerce, nor to fix, maintain, increase or reduce the price of any merchandise, produce or commodity, or any article of commerce; nor to prevent or lessen competition in the manufacture, making, transportation, sale or purchase of any merchandise, produce or commodity, or any article of commerce, or in the preparation thereof for market; nor to fix or maintain any standard or figure whereby the price of same is or has been in any manner affected, controlled or established. That it has not, during said time, entered into, executed or carried out any contract, obligation or agreement with any person, corporation or association of persons not to sell or dispose of any commodity or articles of commerce below a common standard or figure, or to keep the price thereof at a fixed or graded figures, or to preclude a fair and unrestricted competition in the sale of any commodity or articles of commerce, or to regulate, fix or limit the output thereof, or to abstain from engaging in or continuing business or from the purchase or sale of any commodity or article of commerce partially or entirely within the State of Texas or any portion thereof.

Affiant further says that the above named corporation has not within twelve months next preceding the date of this affidavit, either directly or through the instrumentality of trustees or otherwise, acquired the shares or certificates of stock or bonds, franchises or other rights or the physical properties or any part thereof of any other corporation or corporations for the purpose of preventing or lessening or which tends to affect or lessen competition. That it has not within said time entered into any agreements or understanding to refuse to buy from or sell to any other person, corporation, firm or association of persons any commodities or articles of commerce, nor entered into any agreement to boycott or threaten to refuse to buy from or sell to any person, firm or corporation or association of persons for the buying from or selling to any other person, firm, corporation or association of persons.

Affiant further says that no officer of the above named corporation has, within his knowledge, during the said twelve months, made on behalf of it or for its benefits, any such contract or agreement as is specified in this affidavit.

Sworn to and subscribed before me, this the 11th day of December A. D., 1967

(SEAL)

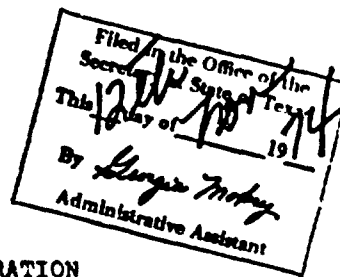
Notary Public in and for

FREDERICK FARRAN
NOTARY PUBLIC in and for New York
County of New York
Comm. Ex. 100,000, N.Y. County
Term Expires March 31, 1968

NOTE—The above affidavit must be subscribed and sworn to by the president or vice-president or secretary or treasurer or two of the directors of the corporation applying for permit.

APPLICATION FOR
CERTIFICATE OF WITHDRAWAL
OF

GENERAL ANILINE & FILM CORPORATION



To the Secretary of State
of the State of Texas

Pursuant to the provisions of Article 8.14 of the Texas Business Corporation Act, the undersigned corporation hereby applies for a Certificate of withdrawal from the State of Texas, and for that purpose submits the following statement:

1. The name of the Corporation is GENERAL ANILINE & FILM CORPORATION
2. It is incorporated under the laws of Delaware
3. It is not transacting business in the State of Texas.
4. It hereby surrenders its authority to transact business in said state.
5. It revokes the authority of its registered agent in the State of Texas to accept service of process and consents that service of process in any action, suit or proceeding based upon any cause of action arising in the State of Texas during the time it was authorized to transact business therein may thereafter be made on it by service thereof on the Secretary of State of State of Texas.
6. The post office address to which the Secretary of State may mail a copy of any process against the corporation that may be served on him is 140 W. 51st. Street, New York, N.Y. 10020
7. All sums due or accrued by this corporation to the State of Texas have been paid.
8. All known creditors or claimants have been paid or provided for and the corporation is not involved in or threatened with litigation in any court in the State of Texas.

GENERAL ANILINE & FILM CORPORATION

By *Elmer M. Moberg*
Its *A. H. Cappello* President
and *A. H. Cappello*
Its Secretary

STATE OF NEW YORK
COUNTY OF NEW YORK

I, DORIS V. GALLOTTO, a notary public, do hereby certify
that on this 19 day of December, 19 73,
personally appeared before me E. E. MENAPACE, who
being by me first duly sworn, declared that he is the President
of GENERAL ANILINE & FILM CORPORATION
that he signed the foregoing document as President
of the corporation, and that the statements therein contained are true.

Doris V. Gallotto
Notary Public

DORIS V. GALLOTTO
Notary Public, State of New York
No. 248657450
Qualified in Kings County
Cert. filed in New York County