

State of Delaware
Office of the Secretary of State

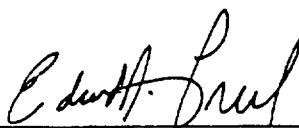
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**PLAINTIFF'S
EXHIBIT**

GP-299

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "GEORGIA GULF CORPORATION", FILED IN THIS OFFICE ON THE SIXTH DAY OF DECEMBER, A.D. 1983, AT 10 O'CLOCK A.M.





Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 7603250

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Michael C. Kohn
Notary Public for State of Delaware

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CERTIFICATE OF INCORPORATION

OF

GEORGIA GULF CORPORATION

1. The name of the corporation is

GEORGIA GULF CORPORATION

2. The address of its registered office in the State of Delaware is No. 100 West Tenth Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

3. The nature of the business to be conducted or promoted are to engage in the chemical business or any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

4. The total number of shares of common stock which the corporation shall have authority to issue is fifty thousand (50,000) and the par value of each of such shares is One Dollar (\$1.00) amounting in the aggregate to Fifty Thousand Dollars (\$50,000.00).

5. The name and mailing address of each incorporator is as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
D. A. Hampton	100 West Tenth Street Wilmington, Delaware 19801
S. M. Chapman	100 West Tenth Street, Wilmington, Delaware 19801
S. K. Zimmerman	100 West Tenth Street, Wilmington, Delaware 19801

6. The corporation is to have perpetual existence.

7. In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized to make, alter or repeal the by-laws of the corporation.

8. The corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

WE, THE UNDERSIGNED, being each of the incorporators hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, do make this certificate, hereby de-

claring and certifying that this is our act and deed and the facts herein stated are true, and accordingly have hereunto set our hands this 6th day of December, 1983.

D. A. Hampton
D. A. Hampton

S. M. Chapman
S. M. Chapman

S. J. Zimmerman
S. J. Zimmerman