

State of Idaho

Office of the Secretary of State

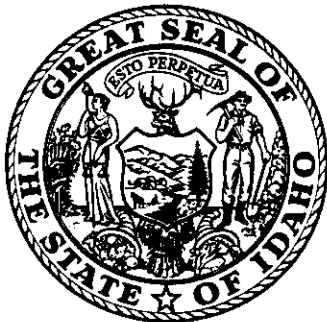
**CERTIFICATE OF AUTHORITY
OF
BAYER CHEMICALS CORPORATION**

File Number C 147058

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: 8 January 2003



Ben Yursa
SECRETARY OF STATE

By *Sheryl Dewnes*

202



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

BO-111-8 AN10: 54

STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

- The name of the corporation is: Bayer Chemicals Corporation
- The name which it shall use in Idaho is: _____
- It is incorporated under the laws of: Delaware
- Its date of incorporation is: 10/17/2002
- The address of its principal office is: 100 Bayer Road, Pittsburgh, PA 15205
- The address to which correspondence should be addressed, if different from Item 5, is: _____
- The street address of its registered office in Idaho is: c/o CT Corporation System, 300 North 6th Street, Boise, ID 83702
and its registered agent in Idaho at that address is: CT Corporation System
- The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>SEE ATTACHMENT</u>		
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: January 7, 2003

Signature: *G. Akorli*

Typed Name: GODFRIED AKORLI

Capacity: ASST. SECY.

Customer Acct. #: _____
(if using pre-paid account)

Secretary of State use only

IDAHO SECRETARY OF STATE
 RECEIVED
 JAN 10 2003
 10:45 AM

10/01 - 9/4/2002 CT Filing Manager Online

IDAHO SECRETARY OF STATE
 01/08/2003 05:00
 CK: 88544 CT: 20168 BH: 655473
 1 @ 100.00 = 100.00 AUTH PRO # 2

JAN-07-2003 12:22

4127772323

OCY

*** TOTAL PAGE.02 ***

Received 01-07-2003 14:40

From-312 750 0660

To-EBERLE BERLIN

Page 002 C 147058

**Attachment to
Bayer Chemicals Corporation
List of Officers and Directors Addresses**

Office Held	Name	Business Address
Director	Dr. Attila Molnar	Bayer Corporation 100 Bayer Road Pittsburgh, PA 15205
Director	Randall S. Dearth	Bayer Corporation 100 Bayer Road Pittsburgh, PA 15205
Director	Dr. Ulrich Kocmm	Bayer Corporation 100 Bayer Road Pittsburgh, PA 15205
President and Chief Executive Officer	Randall S. Dearth	Bayer Corporation 100 Bayer Road Pittsburgh, PA 15205
Vice President and Senior Administrator	Guy Kingwill	Bayer Corporation 100 Bayer Road Pittsburgh, PA 15205
Vice President, General Counsel, and Secretary	Marcy Tenaglia	Bayer Corporation 100 Bayer Road Pittsburgh, PA 15205
Treasurer	Jon R. Wyne	Bayer Corporation 100 Bayer Road Pittsburgh, PA 15205
Vice President, Biltroller, and Chief Accounting Officer	Dr. Frank Wenzel	Bayer Corporation 100 Bayer Road Pittsburgh, PA 15205
Assistant Treasurer	Paul Wright	Bayer Corporation 100 Bayer Road Pittsburgh, PA 15205
Assistant Treasurer	Tracy Spagnol	Bayer Corporation 100 Bayer Road Pittsburgh, PA 15205
Assistant Secretary	Keith R. Abrams	Bayer Corporation 100 Bayer Road Pittsburgh, PA 15205
Assistant Secretary	Godfried Akorli	Bayer Corporation 100 Bayer Road Pittsburgh, PA 15205

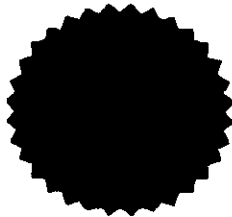
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BAYER CHEMICALS CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF DECEMBER, A.D. 2002.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3581599 8300

020796586

AUTHENTICATION: 2169107

DATE: 12-24-02

TOTAL P.04