

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY
OF
APPLIED INDUSTRIAL MATERIALS CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of APPLIED INDUSTRIAL MATERIALS CORPORATION for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to APPLIED INDUSTRIAL MATERIALS CORPORATION to transact business in this State under the name APPLIED INDUSTRIAL MATERIALS CORPORATION and attach hereto a duplicate original of the Application for such Certificate.

Dated September 23, 1987



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, 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 Applied Industrial Materials Corporation

2. *The name which it shall use in Idaho is Applied Industrial Materials Corporation

3. It is incorporated under the laws of Delaware

4. The date of its incorporation is 4/22/86 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 229 South State Street, Dover, Delaware

6. The address of its proposed registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT Corporation System

7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: production of industrial minerals, carbon products and ferro alloys

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

Name	Office	Address
<u>Charles P. Gallagher</u>	<u>Dir. & President</u>	<u>One Parkway North, 400, Deerfield IL 60015</u>
<u>Wayne Kocourek</u>	<u>Executive V.P., Dir. & Secretary</u>	<u>One Parkway North, 400, Deerfield IL 60015</u>
<u>David H. Frellsen</u>	<u>Treasurer</u>	<u>One Parkway North, 400, Deerfield IL 60015</u>
<u>E. Theodore Stolberg</u>	<u>Director</u>	<u>One Parkway North, 400, Deerfield IL 60015</u>
<u>Kim G. Davis</u>	<u>Director</u>	<u>One Parkway North, 400, Deerfield IL 60015</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1,000</u>	<u>Common</u>	<u>N/A</u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
1,000	Common	N/A

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

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

Dated August 31, 19 87.

By Wayne Kocovich
 Its Vice President
 and John L. Dentzer
 Its Assistant Secretary

STATE OF ILLINOIS)
)ss:
 COUNTY OF LAKE)

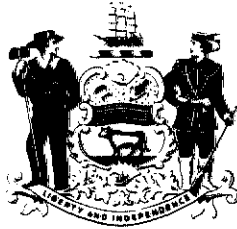
I, Luci M. Petrich, a notary public, do hereby certify that on this 31st day of August, 19 87, personally appeared before me John L. Dentzer, who being by me first duly sworn, declared that he is the Assistant Secretary of Applied Industrial Materials Corporation

that he signed the foregoing document as Assistant Secretary of the corporation and that the statements therein contained are true.



Luci M. Petrich
 Notary Public

* Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

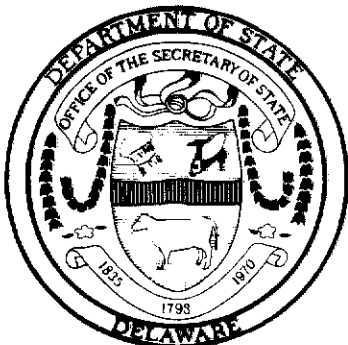


Office of Secretary of State

SEP 23 9 58 AM '87
SECRETARY OF STATE

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY APPLIED INDUSTRIAL MATERIAL 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 DATE SHOWN BELOW.

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Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: ; 1352627

DATE: 08/07/1987