

State of Idaho

Office of the Secretary of State

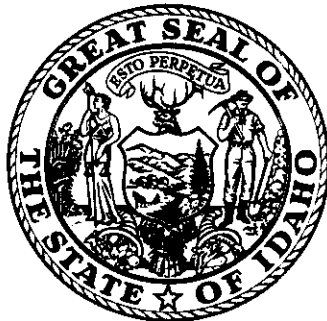
**CERTIFICATE OF AUTHORITY
OF
BAYER CHEMICALS CORPORATION**

File Number C 158240

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: 6 January 2005



Ben Yursa

SECRETARY OF STATE

By

[Signature]



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2005 JAN - 6 10:01 AM

ST. J. ...

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: BAYER CHEMICALS CORPORATION
- It is incorporated under the laws of: DELAWARE
- Its date of incorporation is: 11/14/2003
- The address of its principal office is: 100 BAYER ROAD, PITTSBURGH, PA 15205-9707
- The address to which correspondence should be addressed, if different from item 5, is: _____
- The street address of its registered office in Idaho is: 300 North 6th Street, Boise Idaho
and its registered agent in Idaho at that address is: CT CORPORATION
- The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>Dr. Attila Molnar</u>	<u>President & CEO</u>	<u>100 Bayer Rd, PGH, PA 15205</u>
<u>Jon R Wyne</u>	<u>Treasurer</u>	<u>100 Bayer Rd, PGH, PA 15205</u>
<u>Keith Abrams</u>	<u>Secretary</u>	<u>100 Bayer Rd, PGH, PA 15205</u>
<u>Paul F Wright</u>	<u>Asst. Treasurer</u>	<u>100 Bayer Rd, PGH, PA 15205</u>
_____	_____	_____
_____	_____	_____

Dated: 12/29/2004

Signature: _____

Typed Name: JON R. WYNE

Capacity: Treasurer

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

Secretary of State use only

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Revised 07/2002

IDAHO SECRETARY OF STATE
01/06/2005 05:00
CK: 72249 CT: 140062 BH: 785613
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C 158240

gisd
12-29-04

**DIRECTORS AND ELECTED OFFICERS
Bayer Chemicals Corporation
July 9, 2004**

CONFIDENTIAL

NAME	TITLE	ADDRESS
BOARD OF DIRECTORS: Dr. Attila Molnar	Director	Bayer Chemicals Corporation 100 Bayer Road Pittsburgh, PA 15205-9741
ELECTED OFFICERS: Dr. Attila Molnar	President and Chief Executive Officer	Bayer Chemicals Corporation 100 Bayer Road Pittsburgh, PA 15205-9741
Jon R. Wyne	Treasurer	Bayer Chemicals Corporation 100 Bayer Road Pittsburgh, PA 15205-9741
Andreas Beier	Vice President, Bitroller and Chief Accounting Officer	Bayer Chemicals Corporation 100 Bayer Road Pittsburgh, PA 15205-9741
Paul F. Wright	Assistant Treasurer	Bayer Chemicals Corporation 100 Bayer Road Pittsburgh, PA 15205-9741
Tracy E. Spagnol	Assistant Treasurer	Bayer Chemicals Corporation 100 Bayer Road Pittsburgh, PA 15205-9741
Keith R. Abrams	Secretary	Bayer Chemicals Corporation 100 Bayer Road Pittsburgh, PA 15205-9741

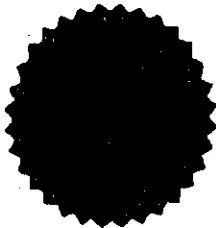
Delaware

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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 THIRTIETH DAY OF DECEMBER, A.D. 2004.

3581599 8300
040951748



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3585869

DATE: 12-30-04