



CERTIFICATE OF AUTHORITY
OF
HENKEL CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of HENKEL 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 HENKEL CORPORATION to transact business in this State under the name HENKEL CORPORATION and attach hereto a duplicate original of the Application for such Certificate.

Dated May 7, 1985



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 Henkel Corporation
2. *The name which it shall use in Idaho is Henkel Corporation
3. It is incorporated under the laws of Delaware
4. The date of its incorporation is January 22, 1970 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 1209 Orange Street, Wilmington, Delaware 19801
6. The address to which correspondence should be addressed, if different from that in item 5 Henkel Corporation, 7900 W. 78th St., Minneapolis, MN 55435, ATTN: Sharon Fetherhuff
7. The street 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 C T CORPORATION SYSTEM
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
sale of specialty chemical products

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

Name	Office	Address
(SEE ATTACHED RIDER)		

10. 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>2,000,000</u>	<u>common</u>	<u>\$100</u>
<u>1,000</u>	<u>preferred</u>	<u>\$1</u>

(continued on reverse)

11. 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
861,249	common	\$100
220	preferred	\$1

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

13. This Application is accompanied by a certificate of corporate existence or status, issued by the proper officer of the state or country of incorporation. (The certificate should not be over 90 days old)

Dated April 23, 19 85

Henkel Corporation

By

John M. Pierson

Its Vice President

and

Patrick J. Span

Its Assistant Secretary

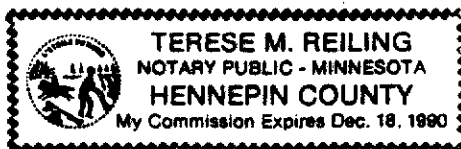
STATE OF MINNESOTA)

) ss:

COUNTY OF HENNEPIN)

I, Terese M. Reiling, a notary public, do hereby certify that on this 23rd day of April, 19 85, personally appeared before me John M. Pierson, who being by me first duly sworn, declared that he is the Vice President of Henkel Corporation

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



Terese M. Reiling
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.

HENKEL CORPORATION
DIRECTORS AND OFFICERS

DIRECTORS:

Dr. Stefan Schulz-Dornburg, Chairman	P. O. Box 1100 Duesseldorf, W. Germany
Thomas G. Gibian	7900 W. 78th St. Minneapolis, MN 55435
Hans-Heinrich Guertler	255 W. Spring Valley Ave. Maywood, NJ 07607
William L. Spliethoff	7900 W. 78th St. Minneapolis, MN 55435
Johan B. Swildens	7900 W. 78th St. Minneapolis, MN 55435

OFFICERS:

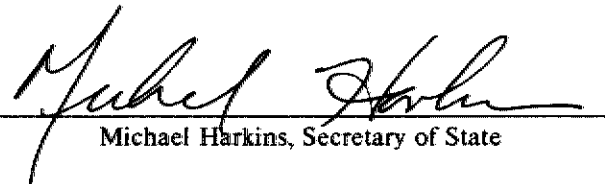
Thomas G. Gibian, President	7900 W. 78th St. Minneapolis, MN 55435
Hans-Heinrich Guertler, Executive Vice Pres.	255 W. Spring Valley Ave. Maywood, NJ 07607
Frank M. Precopio, Executive Vice Pres.	300 Brookside Avenue Ambler, PA 19002
William L. Spliethoff, Executive Vice Pres.	7900 W. 78th St. Minneapolis, MN 55435
Johan B. Swildens, Executive Vice Pres.	7900 W. 78th St. Minneapolis, MN 55435
Paul Hoevelmann, Vice President	7900 W. 78th St. Minneapolis, MN 55435
John M. Pierson, Vice President, Secretary	7900 W. 78th St. Minneapolis, MN 55435
Ernest G. Szoke, Vice President	7900 W. 78th St. Minneapolis, MN 55435
F. William Tuominen, Vice President	2010 E. Hennepin Ave. Minneapolis, MN 55413
Kenneth L. Eppich, Treasurer	7900 W. 78th St. Minneapolis, MN 55435
Patrick J. Span, Assistant Secretary, Assistant Treasurer	7900 W. 78th St. Minneapolis, MN 55435
Anna Sucek, Assistant Secretary	255 W. Spring Valley Ave. Maywood, NJ 07607



Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY HENKEL 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, Secretary of State

AUTHENTICATION: 10488285

DATE: 05/01/1985

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