

Commonwealth of Kentucky

OFFICE OF
SECRETARY OF STATE

BREMER EHRLER
Secretary



FRANKFORT,
KENTUCKY

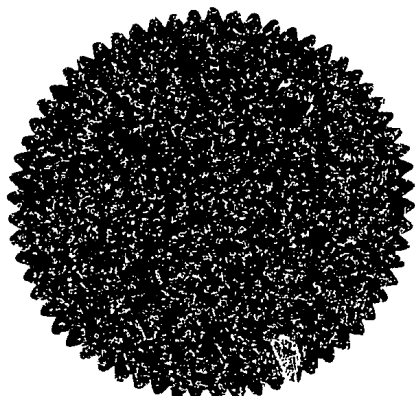
CERTIFICATE OF WITHDRAWAL OF

INTERNATIONAL MINERALS & CHEMICAL CORPORATION

I, BREMER EHRLER, Secretary of State of the Commonwealth of Kentucky, do hereby certify that triplicate originals of an application of INTERNATIONAL MINERALS & CHEMICAL CORPORATION for a Certificate of Withdrawal from the Commonwealth of Kentucky duly signed and verified pursuant to the provisions of Kentucky Revised Statutes Chapter 271A, have been received in this office and conform to the statutes.

Accordingly, as Secretary of State and by virtue of the authority vested in me by law, I do hereby issue this Certificate of Withdrawal to _____

INTERNATIONAL MINERALS & CHEMICAL CORPORATION



SECRETARY OF STATE

Witness my official signature and seal of office this 30TH day of NOVEMBER, 19 88, at Frankfort, Kentucky.

SECRETARY OF STATE

BY: KKB

ASSISTANT SECRETARY OF STATE



COMMONWEALTH OF KENTUCKY
OFFICE OF SECRETARY OF STATE
FRANKFORT, 40601-3493

BREMER EHRLER
SECRETARY OF STATE

CLINTON H. NEWMAN II
ASSISTANT SECRETARY OF STATE

SECRETARY OF STATE (502) 564-3490
CORPORATE FILINGS (502) 584-2848
CORPORATION RECORDS (502) 584-7330

September 1, 1988

Kentucky Revenue Cabinet
Corporate Tax Division
Station 52, P. O. Box 1302
Frankfort, Kentucky 40602

Attention: Supervisor, Corporate Income Tax Section

RE: International Minerals & Chemical Corporation
Mundelien, Illinois 60060

Foreign Corporation
Qualification Date - 05-20-1921

C T Corporation System
Attn: Marianne Kozicki
208 South La Salle Street
Chicago, Illinois 60604

Gentlemen:

[] The above-named corporation has filed a Statement of Intent to Dissolve. We are forwarding a copy of that Statement to you, according to the provisions of KRS 271A.415. We also call your attention to KRS 271A.465, which requires that we receive tax clearance from the Kentucky Revenue Cabinet before we can file the Articles of Dissolution.

~~XXXXXXXX~~ The above-named corporation has submitted an Application for Withdrawal from Kentucky. We are forwarding to you a copy of that Application, according to the provisions of KRS 271A.590. This provision also requires that we receive tax clearance from the Kentucky Revenue Cabinet before we can issue the Certificate of Withdrawal.

Sincerely yours,

Bremer Ehrler
Secretary of State

cc: Division of Unemployment Insurance
Contribution Section
Cabinet for Human Resources
CHR Building