

Filing and License Fee: \$310.00 minimum

ID Number: 153406



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS  
Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

06 FEB -8 PM 1:19

**BUSINESS CORPORATION**

**APPLICATION FOR CERTIFICATE OF AUTHORITY**

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is ENTEGRIS, INC.

2. It is incorporated under the laws of DELAWARE

3. The name, if different, which it elects to use in Rhode Island is:

(a) *If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:*

(b) *If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:*

4. The date of its incorporation is MARCH 17, 2005 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 \_\_\_\_\_  
3500 LYMAN BOULEVARD, CHASKA, MN 55318

6. The address of its proposed registered office in Rhode Island is 222 Jefferson Boulevard, Suite 200  
(Street Address, not P.O. Box)

Warwick, RI 02888 and the name of its proposed registered agent in Rhode Island at  
(City/Town) (Zip Code)

that address is Corporation Service Company  
(Name of Agent)

7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

SEE SCHEDULE II

8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated)

	<u>Name</u>	<u>Address</u>
Director	<u>SEE SCHEDULE I</u>	_____
Director	_____	_____
Director	_____	_____
Director	_____	_____

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BY [Signature]  
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(b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated)

	<u>Name</u>	<u>Address</u>
President	SEE SCHEDULE I	
Vice President		
Treasurer		
Secretary		

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
400,000,000	COMMON		0.01
5,000,000	PREFERRED		0.01

10. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 282,700,000.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0%. [divide (b) by (a) and multiply by 100 to obtain the percentage].
11. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 400,000,000.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 200,000.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0.05% [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.
13. This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90<sup>th</sup> day after the date of this filing \_\_\_\_\_

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: October 31, 2005

Peter W Walcott  
Signature of Authorized Officer of the Corporation

PETER W. WALCOTT, SR. VP & GENERAL COUNSEL  
Type or Print Name of Authorized Officer

## SCHEDULE I

<b>Directors:</b>	<b>Address</b>
Gideon Argov	129 Concord Rd., Billerica, MA 01821, ATTN: Peter W. Walcott, Esq.
Michael A. Bradley	129 Concord Rd., Billerica, MA 01821, ATTN: Peter W. Walcott, Esq.
Michael P.C. Carns	129 Concord Rd., Billerica, MA 01821, ATTN: Peter W. Walcott, Esq.
Daniel W. Christman	129 Concord Rd., Billerica, MA 01821, ATTN: Peter W. Walcott, Esq.
James E. Dauwalter	129 Concord Rd., Billerica, MA 01821, ATTN: Peter W. Walcott, Esq.
Gary F. Klingl	129 Concord Rd., Billerica, MA 01821, ATTN: Peter W. Walcott, Esq.
Roger D. McDaniel	129 Concord Rd., Billerica, MA 01821, ATTN: Peter W. Walcott, Esq.
Paul L.H. Olson	129 Concord Rd., Billerica, MA 01821, ATTN: Peter W. Walcott, Esq.
Thomas O. Pyle	129 Concord Rd., Billerica, MA 01821, ATTN: Peter W. Walcott, Esq.
Brian F. Sullivan	129 Concord Rd., Billerica, MA 01821, ATTN: Peter W. Walcott, Esq.

<b>Executive Officers:</b>	<b>Title</b>	<b>Business Address</b>
Gideon Argov	President & Chief Executive Officer	129 Concord Rd., Billerica, MA 01821
Jean-Marc Pandraud	Executive Vice President & Chief Operations Officer	129 Concord Rd., Billerica, MA 01821
Bertrand Loy	Executive Vice President & Chief Administration Officer	129 Concord Rd., Billerica, MA 01821
John Villas	Senior Vice President & Chief Financial Officer	3500 Lyman Boulevard, Chaska, MN 55318
Peter Walcott	Senior Vice President, Secretary & General Counsel	129 Concord Rd., Billerica, MA 01821
John J. Murphy	Senior Vice President, Human Resources	129 Concord Rd., Billerica, MA 01821
Gregory Graves	Senior Vice President, Strategic Planning & Business Development	3500 Lyman Boulevard, Chaska, MN 55318

## **SCHEDULE II**

Entegris, Inc. ("Entegris") is a worldwide developer, manufacturer and supplier of materials integrity management solutions as well as liquid and gas delivery systems, components and consumables used to precisely measure, control, deliver and purify process liquids and gasses. Entegris' products are used principally in the microelectronics field, and in particular the semiconductor manufacturing industry, but are also used in the fuel cell, data storage and life sciences industries. Entegris' products are used in the manufacture of a vast range of products such as semiconductors and semiconductor manufacturing equipment, flat panel displays, high purity chemicals, photo resists, solar cells, gas lasers, optical and magnetic storage devices and fiber optic cables. Entegris' material integrity management solutions assure the integrity of materials as they are handled, stored, processed and transported. Entegris sells its products worldwide through a direct sales force and through distributors in selected regions.