

Filing fee: \$75.00

APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY
OF

Saint-Gobain/Norton Industrial Ceramics
Corporation

FILED

APR 1 1997

By [Signature]
14/950

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-111 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for an Amended Certificate of Authority to transact business in Rhode Island, and for that purpose submits the following statement:

FIRST: A Certificate of Authority was issued to the corporation by your office on April 18, 1994, authorizing it to transact business in Rhode Island under the name of Saint-Gobain/Norton Industrial Ceramics Corporation

SECOND: The corporate name of the corporation has changed to Saint-Gobain Industrial Ceramics, Inc.
[If no change, so indicate]

THIRD: The name which it elects to use hereafter in Rhode Island is _____

FOURTH: It desires to pursue in the transaction of business in Rhode Island other or additional purposes than those set forth in its prior Application for a Certificate of Authority, as follows: _____
[If no other or additional purposes are proposed, insert "No change."]

No Change

FIFTH: Other amendments, if any, to Certificate of Authority previously issued:
[see §§7-1.1-103, 7-1.1-109, 7-1.1-110 of the General Laws, 1956, as amended.] (If increase of authorized capital stock, state: _____)

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
(A): An estimate of the value of all property to be owned by it for the following year, wherever located, is <u>\$280,000.00</u>			
(B): An estimate of the value of its property to be located within Rhode Island during such year is <u>\$5,000</u>			
(C): An estimate of the gross amount of business to be transacted by it during such year is <u>\$450,000.00</u>			
(D): An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is <u>\$3,500,000</u>			

Dated MARCH 20, 1997

Saint-Gobain Industrial Ceramics, Inc.

By Mark V. Barter

Mark V. Barter
Its vice President

and James J. Joyce, Jr.

Its ~~Assistant~~ Secretary

STATE OF Massachusetts
COUNTY OF Worcester

} Sc.

At Worcester in said County on the 20th day
of MARCH 1997, before me personally appeared

Mark V. Barter, who being by me first duly sworn, declared that he is the
Vice President of Saint-Gobain Industrial Ceramics, Inc.,

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

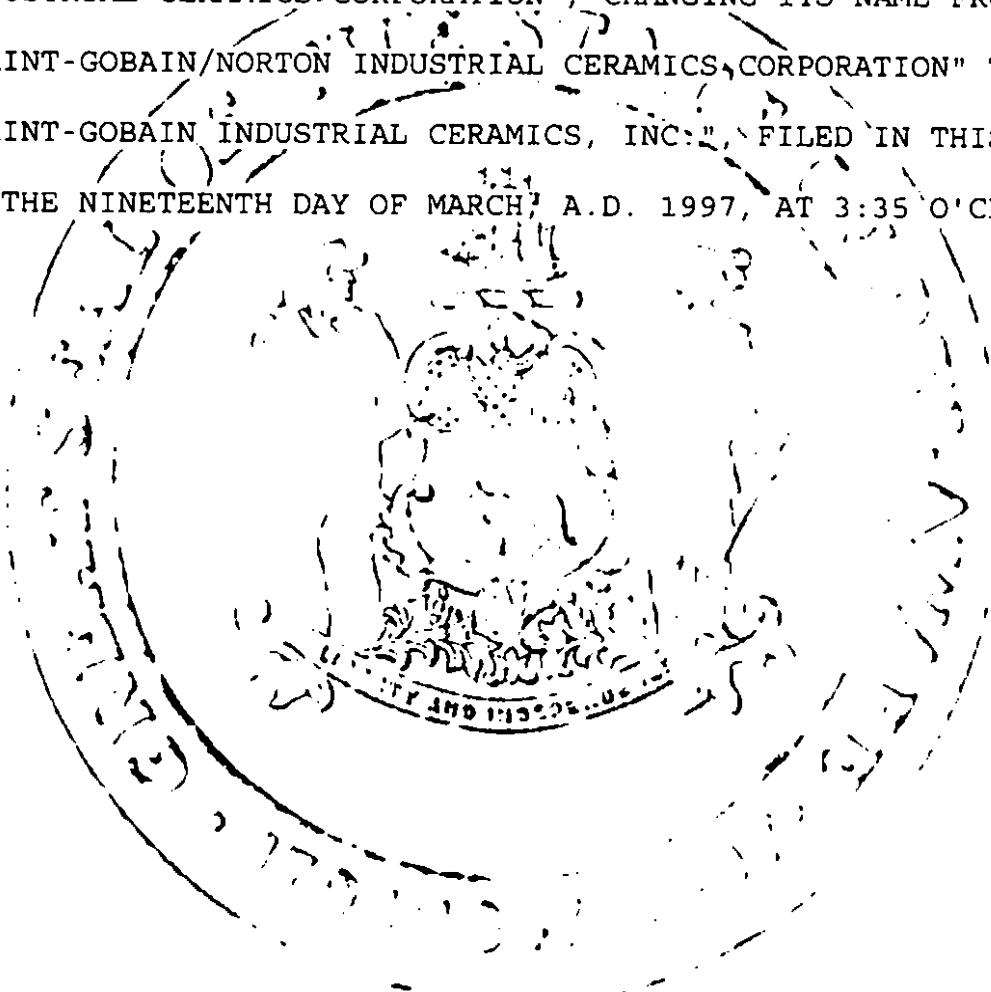
Joan E. Leo
Notary Public
Joan E. Leo

(NOTARIAL SEAL)

JOAN E. LEO, NOTARY PUBLIC
Commission Expires July 3, 1998

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "SAINT-GOBAIN/NORTON INDUSTRIAL CERAMICS CORPORATION", CHANGING ITS NAME FROM "SAINT-GOBAIN/NORTON INDUSTRIAL CERAMICS CORPORATION" TO "SAINT-GOBAIN INDUSTRIAL CERAMICS, INC.", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF MARCH, A.D. 1997, AT 3:35 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

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03-24-97