

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE
CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RI 02903

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF**

Corp. I.D. # 76593

**Saint-Gobain/Norton Industrial Ceramics
Corporation**

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned 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:

FIRST: The name of the corporation is Saint-Gobain/Norton Industrial Ceramics Corporation

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


(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island.)

THIRD: It is incorporated under the laws of Delaware

FOURTH: The date of its incorporation is February 2, 1951 and the period of its duration is Perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware - 19801

SIXTH: The address of its proposed registered office in Rhode Island is 123 Dyer Street, Providence, Rhode Island 02903 and the name of its proposed registered agent in Rhode Island at that address is C.T. Corporation System
C T CORPORATION SYSTEM


Signature **EDWARD GWISDALLA**
Assistant Vice President

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

To Manufacture, produce, process and otherwise create, and to sell and otherwise deal in all sorts of ceramic products and materials.

FILED

APR 10 1994

By JB#9
12970

EIGHTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
See attached list of directors	Director	
	Director	
	Director	
See attached list of officers	President	
	Vice President	
	Secretary	
	Treasurer	

NINTH: 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:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
3,000	common	(No series)	No par value

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
245	common	(No series)	No par value

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 610,000,000.

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 200,000.

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 360,000,000.

FOURTEENTH: 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 \$ 1,500,000.

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

SAINT GOBAIN/NORTON INDUSTRIAL CERAMICS CORPORATION

OFFICERS

<u>Name</u>	<u>Title</u>	<u>Business Address</u>	<u>Residence Address</u>
Vincent L. Carothers	Vice President, Human Resources	SGAM Corp. 1600 West Lee Street Louisville, KY 40210	4301 Crosswood Drive Crestwood, KY 40014
Ronald K. Harmon	Vice President, General Manager	Norton Company 1 New Bond Street Worcester, MA 01615-0008	Village Green Lane Holden, MA 01520
Carr Lane Quackenbush	Vice President, General Manager	SGMIC Corp. 12345 Kinsman Road Newbury, OH 44065	74 Cohasset Drive Hudson, OH 44236
Stephen F. Walsh	Vice President, General Manager	Norton Company 1 New Bond Street Worcester, MA 01615-0008	282 Church Street Northboro, MA 01532
Donald S. Huml	Vice President - Finance	CertainTeed Corp. Post Office Box 860 750 East Swedesford Road Valley Forge, PA 19482	340 Wyllpen Drive West Chester, PA 19380
F. Lee Faust	Vice President - Tax	CertainTeed Corp. Post Office Box 860 750 East Swedesford Road Valley Forge, PA 19482	441 Bair Road Berwyn, PA 19312
Michael J. Walsh	Vice President and Treasurer	CertainTeed Corp. Post Office Box 860 750 East Swedesford Road Valley Forge, PA 19482	1 Hayes Road Malvern, PA 19355
James F. Harkins, Jr.	Assistant Treasurer	CertainTeed Corp. Post Office Box 860 750 East Swedesford Road Valley Forge, PA 19482	27 Meadow Creek Lane Glenmoore, PA 19343
Robert G. Robertson	Vice President and Controller	Norton Company 1 New Bond Street Worcester, MA 01615-0008	390 Bailey Road Holden, MA 01520
Thomas A. Decker	Vice President and Secretary	CertainTeed Corp. Post Office Box 860 750 East Swedesford Road Valley Forge, PA 19482	3008 West Coulter St. Philadelphia, PA 19129
James J. Joyce, Jr.	Assistant Secretary	Norton Company 1 New Bond Street Worcester, MA 01615-0008	376 Whitney Street Northborough, MA 01532
John R. Mesher	Assistant Secretary	Norton Company 1 New Bond Street Worcester, MA 01615-0008	1 Applewood Circle Shrewsbury, MA 01545
W. Henry Jackson	Assistant Secretary	Norton Company 1 New Bond Street Worcester, MA 01615-0008	Woodstock Road P.O. Box 2 East Woodstock, CT 06244

(See also Directors' List for individuals
who are both Directors and Officers)

SAINT GOBAIN/NORTON INDUSTRIAL CERAMICS CORPORATION

DIRECTORS & OFFICERS

<u>Name</u>	<u>Title</u>	<u>Business Address</u>	<u>Residence Address</u>
Emile A. Francois	Director and Chairman	SEPR 18, Ave. d'Alsace 92400 Courbevoie, France	11 Avenue Hoche 78110 Le Vesinet France
Robert C. Ayotte	Director; CEO and President	SGNICO Corp. 1600 West Lee Street Louisville, KY 40210	1010 Alta Vista Road Louisville, KY 40205
Jacques Cornu	Director; Group Vice President	SEPR 18, Ave. d'Alsace 92400 Courbevoie, France	84 rue des Ecoles 84210 Althen-Les- Paluds France
Francois Janny	Director	Saint-Gobain Ceramiques Industrielles (SEPR) 18, Ave. d'Alsace Paris, LaDefense France	3 domaine de Picardie 6 rue du General Pershing 78000 Versailles France
Joseph Recasens	Director	SEPR 18, Ave. d'Alsace 92400 Courbevoie, France	420 rue Saint-Hubert 84700 Sorgues France
Francois Wanecq	Director; Group Vice President	SEPR 18, Ave. d'Alsace 92400 Courbevoie, France	10 rue Maspero 75116 Paris France

Dated APRIL 7, 19 94

Saint-Gobain/Norton Industrial Ceramics
Corporation
[Exact Corporate Name of Corporation Making Application]

By Robert G. Robertson
Robert G. Robertson

Its Vice President

and James J. Joyce, Jr.
James J. Joyce, Jr.

Its Assistant Secretary

STATE OF MASSACHUSETTS }
COUNTY OF WORCESTER } Sc.

At WORCESTER in said County on the 7th day
of APRIL 19 94, before me personally appeared James J.
Joyce, Jr., who being by me first duly sworn, declared that
he is the Assistant Secretary of Saint-Gobain/Norton Industrial
Ceramics Corporation
that he signed the foregoing document as such Assistant Secretary of the
corporation, and that the statements therein contained are true.

Corinna Heikold
Notary Public

(NOTARIAL SEAL)

CORINNA HEIKOLD Notary Public
Commonwealth of Massachusetts
Commission Expires January 3, 1997

Office of the Secretary of State

I, WILLIAM T. QUILLEN, 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 "SGIC, INC.", CHANGING ITS NAME FROM "SGIC, INC." TO "SAINT-GOBAIN/NORTON INDUSTRIAL CERAMICS CORPORATION", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF DECEMBER, A.D. 1991, AT 10:01 O'CLOCK A.M.



William T. Quillen

William T. Quillen, Secretary of State

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AUTHENTICATION:

7088531

DATE:

04-14-94