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Filing fee: \$35.00

APPLICATION FOR  
AMENDED CERTIFICATE OF AUTHORITY  
OF

EASTMAN CHEMICAL PRODUCTS, INC.

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 June 24, 19 63, authorizing it to transact business in Rhode Island under the name of EASTMAN CHEMICAL PRODUCTS, INC.

SECOND: The corporate name of the corporation has been changed to EASTMAN CHEMICAL, UNITED STATES, INC.  
(If no change, so indicate)

THIRD: The name which it elects to use hereafter in Rhode Island is N/A

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: No change  
(If no other or additional purposes are proposed, insert "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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
No change			

- (A): An estimate of the value of all property to be owned by it for the following year, wherever located, is \$.....
- (B): An estimate of the value of its property to be located within Rhode Island during such year is \$.....
- (C): An estimate of the gross amount of business to be transacted by it during such year is \$.....
- (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 \$.....

Rec'd & Filed MAY 17 1993

AM#29  
97733

Dated March 10, 1993

EASIMAN CHEMICAL, UNITED STATES INC.

By George O. Tralun

Its President

and John C. Bracy

Its Secretary

STATE OF Tennessee }  
COUNTY OF Sullivan } Sc.

At Kingsport in said County on the 10th day of March 1993, before me personally appeared John C. Bracy, who being by me first duly sworn, declared that he is the Secretary of EASIMAN CHEMICAL, UNITED STATES INC., that he signed the foregoing document as such Secretary of the corporation, and that the statements therein contained are true.

Donna A. May  
Notary Public

My Commission Expires: May 15, 1995

(NOTARIAL SEAL)

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SECRETARIAL DIVISION  
MAY 17 3 47 PM '93

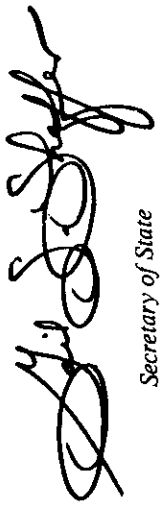
State of New York }  
Department of State }  
ss:

025717

*I hereby certify that I have compared the annexed copy with the original document filed by the Department of State and that the same is a correct transcript of said original.*

APR 14 1993

*Witness my hand and seal of the Department of State on*



Secretary of State

CT

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CERTIFICATE OF AMENDMENT OF  
THE CERTIFICATE OF INCORPORATION OF  
EASTMAN CHEMICAL PRODUCTS, INC.

UNDER SECTION 805 OF THE BUSINESS CORPORATION LAW

We, the undersigned, Vice President and Assistant Secretary of Eastman Chemical Products, Inc. hereby certify:

1. The name of the corporation is Eastman Chemical Products, Inc.
2. The Certificate of Incorporation was filed with the Department of State on December 12, 1952.
3. Article 1 of the Certificate of Incorporation which sets forth the corporate name is amended to read as follows:
  - "1. The name of the corporation is Eastman Chemical, United States Inc."
4. This amendment of the Certificate of Incorporation was authorized and approved by the unanimous written consent of the Board of Directors followed by the unanimous written consent of the sole shareholder, Eastman Kodak Company.

IN WITNESS WHEREOF, we have subscribed this Certificate this 21st day of December, 1992, and we affirm that the statements contained herein are true under the penalty of perjury.

EASTMAN CHEMICAL PRODUCTS, INC.

BY H. Virgil Stephens  
H. Virgil Stephens  
Vice President

BY David A. Beanblossom  
David A. Beanblossom  
Assistant Secretary

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CERTIFICATE OF AMENDMENT

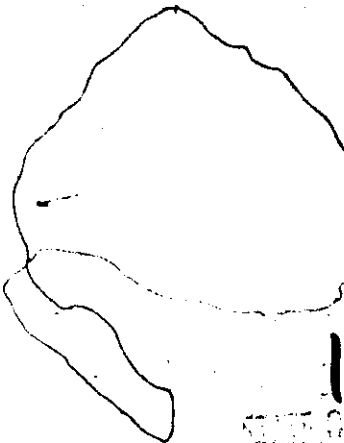
OF THE

CERTIFICATE OF INCORPORATION

OF

EASTMAN CHEMICAL PRODUCTS, INC.

UNDER SECTION 805 OF THE  
BUSINESS CORPORATION LAW



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STATE OF NEW YORK  
SECRETARY OF STATE

DEC 31 1992

FEE

TAX \$

BY:

*WHT*  
*WHT*

(2)

CT

David Bearn Blossom, Atty.  
Legal Department  
Eastman Chemical Products Inc.  
Eastman Road, Building 75  
Kingsport, TN 37664

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CORPORATIONS DIV.

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