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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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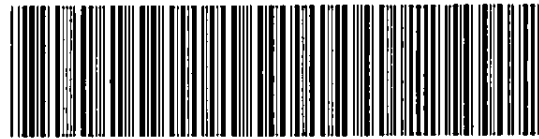
(Business Entity Name)

(Document Number)

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RECEIVED

STATE OF FLORIDA
TALLAHASSEE, FLORIDA



CSC - Tallahassee
1201 Hays Street
Tallahassee, FL 32301-2607
850-558-1500, Ext:

To: Department Of State, Division Of Corporations
From: Ben Bolen
Ext:
Date: 12/10/24
Order #: 1721074-1
Re: Kumiai Chemical Industry Co., Ltd.
Processing Method: Routine

TO WHOM IT MAY CONCERN:

A handwritten signature in black ink, appearing to read 'Ben Bolen', written in a cursive style.

Enclosed please find:

Application for Certificate of Authority

Amount to be deducted from our State Account: \$70 - FL State Account Number:
120000000195

Please take the following action:

File in your office on basis
Issue Proof of Filing

Special Instructions:

Thank you for your assistance in this matter. If there are any problems or questions with this filing, please call our office.

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: KUMIAI CHEMICAL INDUSTRY CO., LTD.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Nozomi Diamond

Name of Person

K-I CHEMICAL U.S.A. INC.

Firm/Company

5425 Page Road, Suite 160

Address

Durham, North Carolina 27703

City/State and Zip code

ndiamond@kichem-usa.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Nozomi Diamond

at (914) 682-8934

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

Please make check payable to: **FLORIDA DEPARTMENT OF STATE**

- | | | | |
|---|--|---|---|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|---|--|---|---|

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. KUMIAI CHEMICAL INDUSTRY CO., LTD. INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Japan 3. 98-1815972
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 20, 1949 5. N/A
(Date of incorporation) (Date of duration, if other than perpetual)

6. N/A
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 4-26, Ikenohata 1-chome, Taito-ku, Tokyo 110-8782
(Principal office street address)

N/A
(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (Zip code)

9. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: _____

(Registered agent's signature)

10. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

11. For initial indexing purposes, list names, titles and addresses of the primary officers and/or directors [up to six (6) total]:

A. DIRECTORS

☐ Chairman Name: Masaru Yokoyama
☐ Vice Chairman Address: 4-26, Ikenohata 1-chome,
☐ Director Taito-ku, Tokyo 110-8782
☒ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

☐ Chairman Name: Toshiharu Uchidoi
☐ Vice Chairman Address: 4-26, Ikenohata 1-chome,
☒ Director Taito-ku, Tokyo 110-8782
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

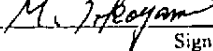
☐ Chairman Name: Teruhiko Ikawa
☐ Vice Chairman Address: 4-26, Ikenohata 1-chome,
☒ Director Taito-ku, Tokyo 110-8782
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

☐ Chairman Name: Makoto Takagi
☐ Vice Chairman Address: 4-26, Ikenohata 1-chome,
☒ Director Taito-ku, Tokyo 110-8782
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

☐ Chairman Name: Tetsuo Okawa
☐ Vice Chairman Address: 4-26, Ikenohata 1-chome,
☒ Director Taito-ku, Tokyo 110-8782
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

☐ Chairman Name: Takumi Yoshimura
☐ Vice Chairman Address: 4-26, Ikenohata 1-chome,
☒ Director Taito-ku, Tokyo 110-8782
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

12. 
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. Masaru Yokoyama, President
(Typed or printed name and capacity of person signing application)

CERTIFICATE OF FULL CORPORATE REGISTRY RECORDS

4-26, Ikenohata 1-chome, Taito-ku, Tokyo
KUMIAI CHEMICAL INDUSTRY CO., LTD.

Corporate Registration Number	0105-01-016022	
Company Name	Kumiai Chemical Industry Co., Ltd. (Kumiai Kagaku Kogyo Kabushiki Kaisha)	
Principal Office	4-26, Ikenohata 1-chome, Taito-ku, Tokyo	
Provisions regarding measures for electronic provisioning	In convening a general meeting of shareholders, the company shall take measures for electronic provisioning, regarding with information on items that are entered or indicated in reference documents for the general meeting of shareholders.	Altered: September 1, 2022
		Registered: February 7, 2023
Method of Public Notice	To be given by electronic public notice http://www.kumiai-chem.co.jp/ However, in the event of a failure of electronic public notice due to accidents or other causes, notice can be made on the Nihon Keizai Shimbun (newspaper) instead.	Altered: January 29, 2009
		Registered: February 2, 2009
Date of Incorporation	June 20, 1949	
Objects	<p>(1) <u>Manufacture, export, import and sell agricultural chemicals, fertilizers, feeds, medical chemicals, agricultural materials, cosmetics, animal drugs, medicated products, additives for animal feed, and other chemical industrial products, excepting food additives.</u></p> <p>(2) <u>Manufacture, export, import and sell equipment needed to manufacture for item (1).</u></p> <p>(3) <u>Produce, export, import and sell seeds and seedlings, and flowers and ornamental plants.</u></p> <p>(4) <u>Manufacture, export, import and sell biotechnology-based products, excepting food.</u></p> <p>(5) <u>Business activities related to environmental measurement and analysis and measurement of chemical substances.</u></p> <p>(6) <u>Business activities of general construction.</u></p> <p>(7) <u>Lease and manage real estates.</u></p> <p>(8) <u>Business activities related to generating, providing and selling electricity.</u></p> <p>(9) <u>Any business operation incidental or related to those listed in preceding paragraphs.</u></p> <p>(10) <u>Invest in or become a promoter of other companies.</u></p> <p style="text-align: right;">Altered: January 27, 2017 Registered: February 7, 2017</p>	

4-26, Ikenohata 1-chome, Taito-ku, Tokyo
KUMIAI CHEMICAL INDUSTRY CO., LTD.

	<p>(1) Manufacture, export, import and sell agricultural chemicals, fertilizers, feeds, medical chemicals, agricultural materials, cosmetics, animal drugs, medicated products, additives for animal feed, and other chemical industrial products, excepting food additives.</p> <p>(2) Manufacture, export, import and sell equipment needed to manufacture for item (1).</p> <p>(3) Produce, export, import and sell seeds and seedlings, and flowers and ornamental plants.</p> <p>(4) Manufacture, export, import and sell biotechnology-based products, excepting food.</p> <p>(5) Business activities related to environmental measurement and analysis and measurement of chemical substances.</p> <p>(6) Manufacture and sell environment preservation equipment, pollution prevention equipment, chemical equipment and chemical material.</p> <p>(7) Business activities of general construction.</p> <p>(8) Lease and manage real estates.</p> <p>(9) Business activities related to generating, providing and selling electricity.</p> <p>(10) Personnel-service business.</p> <p>(11) Restaurant management.</p> <p>(12) Any business operation incidental or related to those listed in preceding paragraphs.</p> <p>(13) Invest in or become a promoter of other companies.</p> <p>Altered: January 27, 2023 Registered: February 7, 2023</p>	
Number of Shares Constituting One Unit	100 shares	Altered: March 1, 2015
		Registered: March 12, 2015
Total Number of Authorized Shares	200,000,000 shares	
Outstanding Shares and Kind & Number	Total number of outstanding shares: 133,184,612 shares	Altered: May 1, 2017
		Registered: May 15, 2017
Total Amount of Paid-up Capital	JPY 4,534,270,984-	
Name, Address and Office of Administrator of Shareholder Registry	<p>4-5, Marunouchi 1-chome, Chiyoda-ku, Tokyo Mitsubishi UFJ Trust & Banking Corporation Head Office</p> <p>Altered October 1, 2005 Registered October 3, 2005</p>	
Matters Related to Directors and Auditors	<u>Director</u> <u>Yoshitomo Koike</u>	Reappointed January 25, 2019
		Registered February 5, 2019
	<u>Director</u> <u>Yoshitomo Koike</u>	Reappointed January 28, 2021

4-26, Ikenohata 1-chome, Taito-ku, Tokyo
KUMIAI CHEMICAL INDUSTRY CO., LTD.

		Registered February 8, 2021
		Retired January 27, 2023
		Registered February 7, 2023
<u>Director</u>	<u>Masahiro Ojima</u>	Reappointed January 25, 2019
		Registered February 5, 2019
		Retired January 28, 2021
		Registered February 8, 2021
<u>Director</u>	<u>Masanari Nakashima</u>	Reappointed January 25, 2019
		Registered February 5, 2019
		Retired January 28, 2021
		Registered February 8, 2021
<u>Director</u>	<u>Yoichi Maeda</u>	Reappointed January 25, 2019
		Registered February 5, 2019
		Retired January 28, 2021
		Registered February 8, 2021
<u>Director</u>	<u>Makoto Takagi</u>	Reappointed January 25, 2019
		Registered February 5, 2019
<u>Director</u>	<u>Makoto Takagi</u>	Reappointed January 28, 2021
		Registered February 8, 2021
Director	Makoto Takagi	Reappointed January 27, 2023
		Registered February 7, 2023
<u>Director</u>	<u>Kanji Ikeda</u>	Reappointed January 25, 2019
		Registered February 5, 2019
<u>Director</u>	<u>Kanji Ikeda</u>	Reappointed January 28, 2021
		Registered February 8, 2021
Director	Kanji Ikeda	Reappointed January 27, 2023
		Registered February 7, 2023
<u>Director</u>	<u>Masashi Mochizuki</u>	Reappointed January 25, 2019
		Registered February 5, 2019

4-26, Ikenohata 1-chome, Taito-ku, Tokyo
KUMIAI CHEMICAL INDUSTRY CO., LTD.

		Retired January 28, 2021
		Registered February 8, 2021
<u>Director</u>	<u>Hajime Takahashi</u>	Reappointed January 25, 2019
		Registered February 5, 2019
<u>Director</u>	<u>Hajime Takahashi</u>	Reappointed January 28, 2021
		Registered February 8, 2021
		Retired January 27, 2023
		Registered February 7, 2023
<u>Director</u>	<u>Teruhiko Ikawa</u>	Reappointed January 25, 2019
		Registered February 5, 2019
<u>Director</u>	<u>Teruhiko Ikawa</u>	Reappointed January 28, 2021
		Registered February 8, 2021
Director	Teruhiko Ikawa	Reappointed January 27, 2023
		Registered February 7, 2023
<u>Director</u>	<u>Tadahisa Nishio</u>	Reappointed January 25, 2019
		Registered February 5, 2019
<u>Director</u>	<u>Tadahisa Nishio</u>	Reappointed January 28, 2021
		Registered February 8, 2021
Director	Tadahisa Nishio	Reappointed January 27, 2023
		Registered February 7, 2023
<u>Director</u>	<u>Tetsuo Okawa</u>	Reappointed January 25, 2019
		Registered February 5, 2019
<u>Director</u>	<u>Tetsuo Okawa</u>	Reappointed January 28, 2021
		Registered February 8, 2021
Director	Tetsuo Okawa	Reappointed January 27, 2023
		Registered February 7, 2023
<u>Director</u>	<u>Reinosuke Ida</u>	Appointed January 25, 2019
		Registered February 5, 2019
<u>Director</u>	<u>Reinosuke Ida</u>	Reappointed January 28, 2021

4-26, Ikenohata 1-chome, Taito-ku, Tokyo
KUMIAI CHEMICAL INDUSTRY CO., LTD.

		Registered February 8, 2021
		Retired January 27, 2023
		Registered February 7, 2023
	<u>Director</u> <u>Kenji Tomita</u>	Appointed January 30, 2020
		Registered February 10, 2020
		Retired January 28, 2021
		Registered February 8, 2021
	<u>Director</u> <u>Toshiharu Uchidoi</u>	Appointed January 28, 2021
		Registered February 8, 2021
		Reappointed January 27, 2023
		Registered February 7, 2023
	Director Takumi Yoshimura	Appointed January 27, 2023
		Registered February 7, 2023
	Director Masaru Yokoyama	Appointed January 27, 2023
		Registered February 7, 2023
	Director Chisato Yamanashi	Appointed January 27, 2023
		Registered February 7, 2023

4-26, Ikenohata 1-chome, Taito-ku, Tokyo
KUMIAI CHEMICAL INDUSTRY CO., LTD.

	#317, PrimeGardenHatsuishi, 926-3, Nishihatsuishi 2-chome, Nagareyama-shi, Chiba Representative Director Yoshitomo Koike	Reappointed January 25, 2019
		Registered February 5, 2019
		Reappointed January 28, 2021
		Registered February 8, 2021
		Resigned January 27, 2023
		Registered February 7, 2023
	856, Tadanuma-cho, Shimizu-ku, Shizuoka-shi, Shizuoka Representative Director Masashi Mochizuki	Reappointed January 25, 2019
		Registered February 5, 2019
		Retired January 28, 2021
		Registered February 8, 2021
	3-42, Nakahara 3-chome, Hiratsuka-shi, Kanagawa Representative Director Masahiro Ojima	Appointed January 30, 2020
		Registered February 10, 2020
		Resigned January 28, 2021
	1695-12, Ofuna, Kamakura-shi, Kanagawa Representative Director Toshiharu Uchidoi	Registered February 8, 2021
		Appointed January 28, 2021
		Registered February 8, 2021
		Reappointed January 27, 2023
	10-6, Funato 2chome, Kashiwa-shi, Chiba Representative Director Makoto Takagi 10-6, Funato 2chome, Kashiwa-shi, Chiba Representative Director Makoto Takagi	Registered February 7, 2023
		Appointed November 1, 2021
		Registered November 1, 2021
		Reappointed January 27, 2023
		Registered February 7, 2023
		Resigned October 31, 2024
		Registered November 1, 2024
	Kashiwa-shi, Chiba Representative Director Masaru Yokoyama	Appointed November 1, 2024
		Registered November 1, 2024
	Auditor (Outside Auditor)	Reappointed January 30, 2020
		Registered February 10, 2020
	Auditor	Reappointed January 26, 2024

4-26, Ikenohata 1-chome, Taito-ku, Tokyo
KUMIAI CHEMICAL INDUSTRY CO., LTD.

	(Outside Auditor)	Registered February 8, 2024
<u>Auditor</u>	<u>Hirofumi Suginaka</u>	Reappointed January 30, 2020
<u>(Outside Auditor)</u>		Registered February 10, 2020
		Resigned January 28, 2021
		Registered February 8, 2021
<u>Auditor</u>	<u>Kohei Taneda</u>	Appointed January 30, 2020
<u>(Outside Auditor)</u>		Registered February 10, 2020
Auditor	Kohei Taneda	Reappointed January 26, 2024
(Outside Auditor)		Registered February 8, 2024
<u>Auditor</u>	<u>Kazuhiro Sou</u>	Appointed January 28, 2021
		Registered February 8, 2021
		Resigned March 31, 2022
		Registered April 1, 2022
<u>Auditor</u>	<u>Ryuji Sukekawa</u>	Appointed January 28, 2021
<u>(Outside Auditor)</u>		Registered February 8, 2021
Auditor	Ryuji Sukekawa	Reappointed January 26, 2024
(Outside Auditor)		Registered February 8, 2024
<u>Auditor</u>	<u>Masakazu Yamada</u>	Appointed January 27, 2023
<u>(Outside Auditor)</u>		Registered February 7, 2023
Auditor	Masakazu Yamada	Reappointed January 26, 2024
(Outside Auditor)		Registered February 8, 2024

4-26, Ikenohata 1-chome, Taito-ku, Tokyo
KUMIAI CHEMICAL INDUSTRY CO., LTD.

	<u>Accounting Auditor</u>	Reappointed January 30, 2020
	<u>Fuyou Audit Corporation</u>	Registered February 10, 2020
	<u>Accounting Auditor</u>	Reappointed January 28, 2021
	<u>Fuyou Audit Corporation</u>	Registered February 8, 2021
	<u>Accounting Auditor</u>	Reappointed January 28, 2022
	<u>Fuyou Audit Corporation</u>	Registered March 4, 2022
	<u>Accounting Auditor</u>	Reappointed January 27, 2023
	<u>Fuyou Audit Corporation</u>	Registered February 7, 2023
	Accounting Auditor	Reappointed January 26, 2024
	Fuyou Audit Corporation	Registered February 8, 2024
Provisions on Exemption to the Company by Directors	<p>The Company may exempt the liability for damages of Directors (include persons who used to be Directors) under Paragraph 1, Article 423 of the Companies Act, pursuant to Paragraph 1, Article 426 of the Companies Act, by a resolution of the Board of Directors, within the limits stipulated in the applicable laws.</p> <p>The Company may exempt the liability for damages of Auditors (include persons who used to be Auditors) under Paragraph 1, Article 423 of the Companies Act, pursuant to Paragraph 1, Article 426 of the Companies Act, by a resolution of the Board of Directors, within the limits stipulated in the applicable laws.</p> <p>Settled on January 27, 2017, Registered on February 7, 2017</p>	
Provision on Limitation of Liability to the Company by Non-executive directors	<p>In accordance with the provisions of Paragraph 1, Article 427 of the Companies Act, the Company may enter into agreements with Directors (excluding executive directors) to limit the compensatory damages of such Directors in accordance with Paragraph 1, Article 423 of the Companies Act. The limitation amount of the damages under the agreements shall be the amount stipulated in the applicable laws.</p> <p>In accordance with the provisions of Paragraph 1, Article 427 of the Companies Act, the Company may enter into agreements with Auditors to limit the compensatory damages of such Directors in accordance with Paragraph 1, Article 423 of the Companies Act. The limitation amount of the damages under the agreements shall be the amount stipulated in the applicable laws.</p> <p>Revised on January 27, 2017, Registered on February 7, 2017</p>	
Branch Offices		Altered April 1, 2005
		Revised April 5, 2005
	1	Closed March 1, 2021
	<u>100 Shibukawa, Shimizu-ku, Shizuoka-shi</u>	Registered March 3, 2021
	2	Address changed May 28, 2007
	<u>1-28 Gioncho, Hakata-ku, Fukuoka-shi</u>	Registered May 29, 2007
	3	
	<u>4-26, Ikenohata 1-chome, Taito-ku, Tokyo</u>	

4-26, Ikenohata 1-chome, Taito-ku, Tokyo
KUMIAI CHEMICAL INDUSTRY CO., LTD.

Branch Offices	4	
	2-2, Kitaichijonishi 4-chome. Cyuo-ku, Sapporo-shi	Corrected June 8, 2011
	5	Address changed November 20, 2017
	2-12, Sakae 2-chome, Naka-ku, Nagoya-shi	Registered November 20, 2017
	6	Address changed July 8, 2019
	1-30, Toyotsu-cho, Suita-shi, Osaka-fu	Registered July 9, 2019
Absorption-Type Mergers	Merger with K-I Information System Co., Ltd., 4-26, Ikenohata 1-chome, Taito-ku, Tokyo on May 1, 2024 Registered May 1, 2024	
Matters Related to Company with Board of Directors	Company with Board of Directors Registered on May 1, 2006 in accordance with Article 136 of Law 87 of 2005.	
Matters Related to Company with Company Auditors	Company with Company Auditors Registered on May 1, 2006 in accordance with Article 136 of Law 87 of 2005.	
Matters Related to Company with a Board of Company Auditors	Company with a Board of Company Auditors Registered September 7, 2006	
Matters Related to Company with Financial Auditors	Company with Financial Auditors Registered September 7, 2006	
Matters Related to Record of Registration	In accordance with Clause 3 of supplementary provisions of the Decree 15 of the Ministry of Justice of 1989, Transferred and recorded on November 1, 1995	

This is a certificate certifying that the items described herein are all that are currently valid and recorded in the commercial registry.

(Tokyo Legal Affairs Bureau, Taito Liaison Office Jurisdiction)

November 11, 2024

Tokyo Legal Affairs Bureau
Registrar

Michiyo Sato (sealed)