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DEPT-01 RECORDING \$27.00
T#0014 TRAN 0904 02/04/97 08:20:00
#1366 # JW *-97-077033
COOK COUNTY RECORDER

State of Illinois
Office of
The Secretary of State

27th

Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF CROWN CORK & SEAL TECHNOLOGIES CORPORATION INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

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Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 28TH day of JANUARY A.D. 19 97 and of the Independence of the United States the two hundred and 21ST



George H. Ryan
Secretary of State

BOOK 170

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Form **BCA-13.15**
(Rev. Jan. 1995)

APPLICATION FOR CERTIFICATE
OF AUTHORITY TO
TRANSACTION BUSINESS IN ILLINOIS

SUBMIT IN DUPLICATE

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1834

This space for use by Secretary of State

FILED

This space for use by
Secretary of State

Date 1-28-97
License Fee \$
Franchise Tax \$ 25.-
Filing Fee \$ 25.-
Penalties \$
Approved [Signature] \$ 100.-

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."

JAN 28 1997

GEORGE H. RYAN
SECRETARY OF STATE

1. (a) CORPORATE NAME Crown Cork & Seal Technologies Corporation

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: _____
(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Delaware

(b) Date of Incorporation: December 18, 1996

(c) Period of Duration: Perpetual

SECRETARY OF STATE

3. (a) Address of the principal office, wherever located: 11535 South Central Ave.

(b) Address of principal office in Illinois: (if none, so state)
11535 South Central Ave.

Alsip, Illinois 60482 Alsip, Illinois 60482

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent: C T Corporation System
First Name Middle Name Last Name

Registered Office c/o C T Corporation System, 208 S. La Salle Street
Number Street Suite #
Chicago 60604 Cook
City Zip Code County

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5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)
Delaware

6. Names and residential addresses of officers and directors:

Name	No. & Street	City	State	Zip
President	<u>see attached list of officers</u>			
Secretary	<u>see attached list of officers</u>			
Director	<u>see attached list of directors</u>			
Director	<u>see attached list of directors</u>			
Director	<u>see attached list of directors</u>			

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7. Purpose or purposes proposed to be pursued in transacting business in this state:
(If not sufficient space to cover this point, add one or more sheets of this size.)

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the General Corporation Law of the state of Delaware and permitted under the Illinois Business Corporation Act.

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
Common		\$.01	1000	100

9. Paid-in Capital: \$ 1.00

("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property* of the corporation for the following year. \$ 26,095,854
- (b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois. \$ 26,095,854
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year. \$ 155,000,000
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois. \$ 155,000,000

11. Interrogatories: (Important - this section must be completed.)

- (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance:
11535 South Central Ave., Alsip, Illinois 60482
- (b) Number of shares of all classes owned by residents of Illinois: 0
- (c) Number of shares of all classes owned by non-residents of Illinois: 100
- (d) Is the corporation transacting business in this state at this time? Yes
- (e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois: 1/3/97

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms under penalties of perjury, that the facts stated herein are true. (All signatures must be in BLACK INK)

Dated December 26, 19 96 Crown Cork & Seal Technologies Corporation
(Exact Name of Corporation)

attested by Barbara Badler by William T. Gallagher
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)

Barbara Badler, Assistant Secretary William T. Gallagher, Vice President
(Type or Print Name and Title) (Type or Print Name and Title)

* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

** When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).

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CROWN CORK & SEAL TECHNOLOGIES CORPORATION

Name

Michael J. McKenna

John W. Conway

Richard J. Krzyzanowski

Title

President

Vice President and
CFO

Vice President and
Secretary

Vice President and
and Treasurer

Vice President -
Analytical & Pack-
aging Services and
Asst. Secretary

Vice President -
New Packaging
Technologies

Vice President -
Engineering Services

Asst. Secretary

Name

Michael J. McKenna

Alan W. Rutherford

William T. Gallagher

Michael B. Burns

William C. Hoyle

Zeev Shore

Daniel J. Donaghy

Barbara Badler

DIRECTORS

Residential Address

247 Magnolia Dr., Churchville, PA 18966

225 Halliwell Dr., Stamford, CT 06902

54 Roberts Rd., Englewood Cliffs, NJ 07632

OFFICERS

Residential Address

247 Magnolia Dr., Churchville, PA 18966

216 St. Andrews Crt., Blue Bell, PA 19422

324 Holmecrest Rd., Jenkintown, PA 19046

3071 Sunny Ayre Dr., Lansdale, PA 19446

30 Surrey Hill Rd., Palos Heights, IL 60463

18600 Village Dr., Apt. 402, Hazel Crest, IL
60429

23 Buckhorn Rd., Richboro, PA 18954

2632 Brownsville Rd., Langhorne, PA
19053

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