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FOREIGN PROFIT/NONPROFIT CORPORATION

GSE Holdings Inc.

Certificate of Status	0
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T. Burch FEB 26 2008

**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.*

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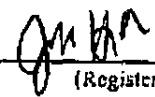
1. GSE Holdings Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

ITW Military GSE & Trilectron Industries Inc.
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Delaware 3. 26-1568318
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 14, 2007 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 1177 Trade Road E, Troy, Ohio 45373
(Principal office address)
3600 West Lake Avenue, Glenview, Illinois 60026
(Current mailing address)
8. The design and manufacture of ground supply systems for the aerospace industry.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)
Name: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (Zip code)

10. 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.

C T Corporation System

By: 

(Registered agent's signature)

JAMES M HAMPTON, MSJ JCL

11. 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.

12. Names and business addresses of officers and/or directors:

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TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: SEE ATTACHED

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHED

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

Barbara A. Siegan

(Signature of Director or Officer listed in number 12 of the application)

14. _____

Barbara E. Siegan, Assistant Secretary

(Typed or printed name and capacity of person signing application)

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

GSE HOLDINGS INC.

DIRECTORS:

E. Scott Santi
Felix L. Rodriguez, Jr.
James H. Wooten, Jr.

OFFICERS:

President
Vice President
Vice President
Vice President
Vice President
Vice President
Vice President & Treasurer
Vice President & Secretary
Assistant Treasurer
Assistant Secretary
Assistant Secretary
Assistant Secretary
Assistant Secretary
Assistant Secretary
Assistant Secretary
Assistant Secretary
Assistant Secretary

Bill Sullivan
William Bamford
Rick Hansen
Fred Koch
Mark W. Croll
Allan C. Sutherland
Felix L. Rodriguez, Jr.
James H. Wooten, Jr.
Ronald D. Kropp
Richard E. Morgan
Marsha A. Tolchin
Jacqueline A. White
Philip S. Dallosto
Barbara G. Siegan
Maria C. Green
MaryAnn Spiegel
John M. Tuhey

All directors and officers of GSE Holdings Inc. are at 3600 West Lake Avenue,
Glenview, IL 60026 with the exception of:

William Bamford: 1177 Trade Road E, Troy, Ohio, 45373
Rick Hansen: 11001 US Highway 41 North, Palmetto, FL 34221
Fred Koch: 907 Cotting Lane, Suite A, Vacaville, CA 95688

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GSE HOLDINGS INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF FEBRUARY, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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TALLAHASSEE, FLORIDA

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6392738

DATE: 02-20-08