

**F12000004650**

Florida Department of State  
Division of Corporations  
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**FOREIGN PROFIT/NONPROFIT CORPORATION  
ENPRO INDUSTRIES, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	06
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*JF 11/16/12*

**COVER LETTER**

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** EnPro Industries, Inc.  
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:

Julie K. Lentz  
Name of Person  
EnPro Industries, Inc.  
Firm/Company  
5605 Carnegie Blvd. Suite 500  
Address  
Charlotte, NC 28209  
City/State and Zip code  
julie.lentz@enproindustries.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Julie K. Lentz at ( 704 ) 731-1522  
Name of Person Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**  
New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**  
New Filing Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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

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

2. North Carolina 3. 01-0573945  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 11, 2002 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 5605 Carnegie Blvd., Suite 500, Charlotte, NC 28209  
(Principal office address)

5605 Carnegie Blvd., Suite 500, Charlotte, NC 28209  
(Current mailing address)

8. Holding company  
(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:

Connie Bryan  
(Registered agent's signature)

Connie Bryan  
**Assistant Secretary**

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.

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12. Names and business addresses of officers and/or directors: \*See attached for additional directors and officers.

**A. DIRECTORS**

Chairman: Gordon D. Harnett  
Address: 5605 Carnegie Blvd., Suite 500, Charlotte, NC 28209

Director: Peter C. Browning  
Address: 5605 Carnegie Blvd., Suite 500, Charlotte, NC 28209

Director: Thomas M. Botts  
Address: 5605 Carnegie Blvd., Suite 500, Charlotte, NC 28209

Director: Stephen E. Macadam  
Address: 5605 Carnegie Blvd., Suite 500, Charlotte, NC 28209

**B. OFFICERS**


President: Stephen E. Macadam  
Address: 5605 Carnegie Blvd., Suite 500, Charlotte, NC 28209

Vice President: Robert S. McLean  
Address: 5605 Carnegie Blvd., Suite 500, Charlotte, NC 28209

Secretary: Robert S. McLean  
Address: 5605 Carnegie Blvd., Suite 500, Charlotte, NC 28209

Treasurer: David S. Burnett  
Address: 5605 Carnegie Blvd., Suite 500, Charlotte, NC 28209

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

13.   
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 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.

14. Robert S. McLean, Vice President, General Counsel and Secretary  
(Typed or printed name and capacity of person signing application)

**EnPro Industries, Inc.**

**Attachment to Application by Foreign Corporation for Authorization to Transact Business  
in Florida**

**12. Names and Business Addresses of Officers and/or Directors:**

**ADDITIONAL DIRECTORS:**

<b>Title</b>	<b>Name</b>	<b>Address</b>
Director	Diana C. Creel	5605 Carnegie Blvd. Suite 500, Charlotte, NC 28209
Director	B. Bernard Burns, Jr.	5605 Carnegie Blvd. Suite 500, Charlotte, NC 28209
Director	David L. Hauser	5605 Carnegie Blvd. Suite 500, Charlotte, NC 28209
Director	Wilbur J. Prezzano	5605 Carnegie Blvd. Suite 500, Charlotte, NC 28209
Director	Kees van der Graaf	5605 Carnegie Blvd. Suite 500, Charlotte, NC 28209

**ADDITIONAL OFFICERS:**

<b>Title</b>	<b>Name</b>	<b>Address</b>
CEO	Stephen E. Macadam	5605 Carnegie Blvd. Suite 500, Charlotte, NC 28209
Senior Vice President	Richard L. Magee	5605 Carnegie Blvd. Suite 500, Charlotte, NC 28209
General Counsel	Robert S. McLean	5605 Carnegie Blvd. Suite 500, Charlotte, NC 28209
Vice President	John Milton Childress	5605 Carnegie Blvd. Suite 500, Charlotte, NC 28209
Vice President	Cynthia A. Marushak	5605 Carnegie Blvd. Suite 500, Charlotte, NC 28209
Vice President	Robert P. McKinney	5605 Carnegie Blvd. Suite 500, Charlotte, NC 28209
Vice President	David S. Burnett	5605 Carnegie Blvd. Suite 500, Charlotte, NC 28209
Sr. Vice President & CFO	Alexander W. Pease	5605 Carnegie Blvd. Suite 500, Charlotte, NC 28209
Assistant Secretary	Thomas Price	5605 Carnegie Blvd. Suite 500, Charlotte, NC 28209
Assistant Secretary	Julie K. Lentz	5605 Carnegie Blvd. Suite 500, Charlotte, NC 28209
Assistant Treasurer	Robin R. Vanover	5605 Carnegie Blvd. Suite 500, Charlotte, NC 28209

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# NORTH CAROLINA

## Department of the Secretary of State

### CERTIFICATE OF EXISTENCE

I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify that

#### ENPRO INDUSTRIES, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 11th day of January, 2002, with its period of duration being Perpetual.

I FURTHER certify that, as of the date set forth hereunder, the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by N.C.G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

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Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 15th day of November, 2012.

*Elaine F. Marshall*

Secretary of State

Certification# 93336612-1 Reference# 11226965- Page: 1 of 1  
Verify this certificate online at [www.secretary.state.nc.us/verification](http://www.secretary.state.nc.us/verification)