

F9500002674



ACCOUNT NO. : 072100000032

REFERENCE : 607464 86901D

AUTHORIZATION : *Patricia Pizito*
COST LIMIT : \$70.00

ORDER DATE : May 31, 1995

ORDER TIME : 10:32 AM

ORDER NO. : 607464

100001501861

CUSTOMER NO: 86901D

CUSTOMER: Ms. Teri Goldblum
Prentice Hall Legal &
375 Hudson Street

New York, NY 10014

FOREIGN FILINGS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 31 AM 11:02

W95-11237 *mtm*

NAME: INTERNATIONAL COMBUSTION, LTD.

☒ PROFIT
☐ NON-PROFIT

☒ CORPORATE
☐ LIMITED PARTNERSHIP

☒ QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

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95 JUN -2 AM 9:33

FLORIDA DEPARTMENT OF STATE CORPORATION

Sandra B. Mortham
Secretary of State

May 31, 1995

CSC NETWORKS

TALLAHASSEE, FL 32301

SUBJECT: INTERNATIONAL COMBUSTION LTD.
Ref. Number: W95000011237

use file date

resubmit

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We have received your document for INTERNATIONAL COMBUSTION LTD. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The use of LIMITED or LTD. is not sufficient as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

Please list the street address of each officer/director. If the officer/director does not have a street address, list the mailing address and write (N/A).

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Steven Harris
Corporate Specialist

Letter Number: 495A00027237

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

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

1. International Combustion Limited, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. United Kingdom
(State or country under the law of which it is incorporated)
3. 98-0134154
(FEI number, if applicable)
4. 12/6/77
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Pending qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. c/o Rolls-Royce Inc.
11911 Freedom Drive, Suite 600, Reston, VA 22090
(Current mailing address)
8. Marketing, sale, installation and technical services relating to specialty manufactured equipment.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
The Prentice-Hall Corporation
Name: System, Inc.
Office Address: 1201 Hays Street, Suite 105
Tallahassee, Florida, 32301
(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.

The Prentice-Hall Corporation System, Inc.

By: Dicki Schreiner ASST. VP.
(Registered agent's signature)

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 addresses of officers and/or directors:

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. (Signature)
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. TERENCE WOOD SECRETARY
(Typed or printed name and capacity of person signing application)

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INTERNATIONAL COMBUSTION LIMITED

List of Directors & Officers

| <u>Name</u> | <u>Title</u> |
|-------------------------|---------------------------------|
| Brian D. Roulston | Managing Director |
| Peter R. Binks | Personnel Director |
| Peter R. Hearne | Finance Director |
| Timothy V.B.P. Lipscomb | Manufacturing Director |
| Keith A Lovell | Engineering & Projects Director |
| John K. Protasiewicz | Sales & Marketing Director |
| David G. Smith | Technical Director |
| Thomas D. Sullivan | Construction Director |
| Terence Wood | Secretary |

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THE COMPANIES ACT 1985

Company No. 1342511

The Registrar of Companies for England and Wales hereby certifies that

INTERNATIONAL COMBUSTION LIMITED, (originally called **SKYCLOUD LIMITED**, changed its name on 21st March 1978 to **NEI INTERNATIONAL COMBUSTION LIMITED**, which was changed on 18th December 1992 to **INTERNATIONAL COMBUSTION LIMITED**, each change having been made by special resolution and to which approval has been given in accordance with the provisions of the relevant Companies Acts) was incorporated under the Companies Acts 1948 to 1976 as a limited company on 6th December 1977.

According to the documents on the file of the company in the custody of the Registrar of Companies, the company has been in continuous and unbroken existence since the date of its incorporation.

No action is currently being taken by the Registrar of Companies for striking the company off the register and dissolving it as defunct, and as far as the Registrar is aware:-

- a) the company is not in liquidation or subject to an administration order, and
- b) no receiver or manager of the company's property has been appointed.*****

Given at Companies House, Cardiff, the 23rd May 1995

MRS. M. JEYA
for the Registrar of Companies

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