

CT CORPORATION

7102000001350

CORPORATION(S) NAME

1) Hanover Compression General Holdings, LLC

FILED
02 MAY 24 AM 9:25
DIVISION OF STATE
TALLAHASSEE, FLORIDA

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05/28/02-11004--005
****125.00 ****125.00

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|--|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input checked="" type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name _____
 Availability _____
 Document _____
 Examiner _____
 Updater _____
 Verifier _____
 W.P. Verifier _____

5/24/02

Order#: 5201615

kf

Ref#: _____

Amount: \$ _____

File First

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

02 MAY 24 PM 3:11

RECEIVED

W02-15-222

660 East Jefferson Street
 Tallahassee, FL 32301
 Tel. 850 222 1092
 Fax 850 222 7615



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 28, 2002

FILED
02 MAY 28 AM 9:25
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

CT CORPORATION SYSTEM

SUBJECT: HANOVER COMPRESSION GENERAL HOLDINGS, LLC
Ref. Number: W02000015222

RECEIVED
02 MAY 28 PM 12:16
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for HANOVER COMPRESSION GENERAL HOLDINGS, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 602A00034029

*Please look
date to
5/24/02*

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANACT BUSINESS IN THE STATE OF FLORIDA:

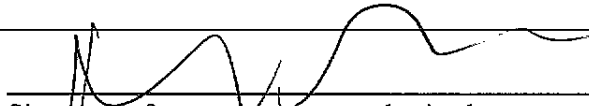
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TALLAHASSEE, FLORIDA

- 1. Hanover Compression General Holdings, LLC
(Name of foreign limited liability company)
- 2. Delaware 3. 36-4410752
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
- 4. 12/07/2000 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
- 6. Upon Qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
- 7. 12001 North Houston Rosslyn
Houston, TX 77086
(Street address of principal office)

- 8. If limited liability company is a manager-managed company, check here
- 9. The usual business addresses of the managing members or managers are as follows:
SEE ATTACHED

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: General Partner to a limited partnership



Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
Richard S. Meller, Secretary

Typed or printed name of signee

Hanover Compressor Company

Address for each of the Directors and Officers is:

12001 N Houston Rosslyn
Houston, TX 77086

Directors

I. J. Brumley
Ted Collins, Jr.
Robert R. Furgason
William S. Goldberg
Victor E. Grijalva
Gordon Hall
Rene Huck
Melvyn N. Klein
Michael J. McGhan
Michael A. O'Conner
Alvin V. Shoemaker

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02 MAY 24 AM 9:25
CLERK OF DISTRICT COURT
FALL PASSE, FLORIDA

Officers

Chairman of the Board	-	Michael A. O'Connor
Chief Executive Officer & President	-	Michael J. McGhan
Chief Financial Officer	-	John E. Jackson
Sr. Vice President of Operations Worldwide	-	Joe C. Bradford
Vice President of Tax	-	Charles D. Erwin
Sr. Vice President of Manufacturing and Fabrication	-	Robert O. Pierce
Vice President of International Accounting	-	Gregory P. Brasel
Vice President of Operations-Mid Cont	-	William C. Bryant
Vice President of International Accounting	-	Matthew D. Gasior
Vice President of Business Development	-	Cal Cahill
Vice President of Sales- International	-	Steve Gill
Vice President of Operations- South Texas Division	-	Terry J. Head
Vice President of Sales- Northern Region	-	Al LaVenue
Vice President of Operations-West Texas	-	Jerry Bob McCollom
Vice President of Operations-Southeast Division	-	Maxwell C. McDonald
Vice President of International Operations	-	Todd Rutherford
Vice President of Treasury & Planning	-	Peter G. Schreck
Vice President OPS/Turnkey & Treating	-	J. Greg Sargent
Vice President of Sales- Southern Region	-	Mark Story
Vice President of Manufacturing Accounting	-	Mitch Ulrey
Vice President of Fleet Management	-	Robert Wagner
Vice President of Operations- Corporate	-	Roy Wood
Vice President of Operations- Eastern Hemisphere	-	Steven Muck
Vice President of Human Resources	-	Earl Robinson
Vice President of Credit Management	-	Dave Guitierrez

Vice President of Materials - Ralph Gates
Vice President of Capital Management - Larry Lucas
Vice President of Tax - Charles Scott
Vice President of Hanover Energy Services - Allen Stults
Secretary - Richard S. Meller
Assistant Secretary - Jeri Howell
Vice Chairman of the Board - William S. Goldberg

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02 MAY 24 AM 9:25
REGISTRAR OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Harvey Compression General Holdings, LLC

2. The name and the Florida street address of the registered agent and office are:

C T Corporation System
(Name)

1200 South Pine Island Road
Florida street address (P.O. Box NOT ACCEPTABLE)

Plantation FL 33324
City/State/Zip

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..

Connie Bryan
(Signature)

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

Delaware

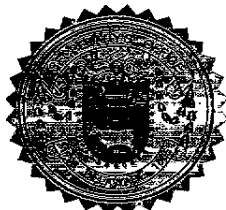
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HANOVER COMPRESSION GENERAL HOLDINGS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF APRIL, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

FILED
02 MAY 24 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



3326648 8300

020237135

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1720606

DATE: 04-12-02