

Florida Department of State
Division of Corporations
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COR AMND/RESTATE/CORRECT OR O/D RESIGN
B&W NUCLEAR MAINTENANCE SERVICES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$43.75

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MAY 14 2018

Foreign
Profit
Amend

Electronic Filing Menu

Corporate Filing Menu

Help

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F13000001355

(Document number of corporation (if known))

1. B&W Nuclear Maintenance Services, Inc.
(Name of corporation as it appears on the records of the Department of State)

2. Delaware 3. 03/25/2013
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? June 25, 2015

5. BWXT Nuclear Maintenance Services, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

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

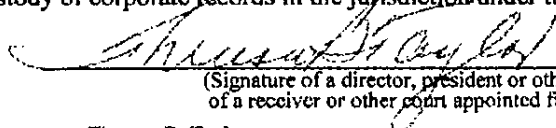
6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Theresa B. Taylor

Assistant Secretary

(Typed or printed name of person signing)

(Title of person signing)

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "BWXT NUCLEAR MAINTENANCE SERVICES, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE TWENTY-THIRD DAY OF MARCH, A.D. 2011, AT 2:21 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "B&W NUCLEAR MAINTENANCE SERVICES, INC." TO "BWXT NUCLEAR MAINTENANCE SERVICES, INC.", FILED THE TWENTY-FIFTH DAY OF JUNE, A.D. 2015, AT 9:20 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "BWXT NUCLEAR MAINTENANCE SERVICES, INC."



4958020 8100H
SR# 20183634855

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 202677139
Date: 05-11-18

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:26 PM 03/23/2011
FILED 02:21 PM 03/23/2011
SRV 110331423 - 4958020 FILE

CERTIFICATE OF INCORPORATION

OF

B&W NUCLEAR MAINTENANCE SERVICES, INC.

FIRST: The name of the Corporation is B&W Nuclear Maintenance Services, Inc.

SECOND: The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may, now or hereafter, be organized under the General Corporation Law of Delaware.

FOURTH: The total number of shares of stock which the Corporation shall have authority to issue is one thousand (1,000), and the par value of each of such shares is one cent (\$0.01).

FIFTH: The name and mailing address of the incorporator is as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Angela P. Winter	13024 Ballantyne Corporate Place, Ste. 700 Charlotte, NC 28277

The power of the incorporator as such incorporator shall terminate upon the filing of this Certificate of Incorporation.

SIXTH: The names and mailing addresses of the persons who are to serve as directors until the first annual meeting of stockholders or until their successors are elected and qualify are set forth below:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Brandon C. Bethards	13024 Ballantyne Corporate Place, Ste. 700 Charlotte, NC 28277
James D. Canafax	13024 Ballantyne Corporate Place, Ste. 700 Charlotte, NC 28277
Michael S. Taff	13024 Ballantyne Corporate Place, Ste. 700 Charlotte, NC 28277

SEVENTH: Except to the extent otherwise specifically provided in the By-Laws of the Corporation, the Board of Directors may adopt, amend or repeal the By-Laws of the Corporation. The books of the Corporation may be kept (subject to the provisions of the laws of the State of Delaware) outside of the State of Delaware at such places as may be designated from time to time by the Board of Directors.


EIGHTH: Election of Directors need not be by written ballot unless the By-Laws of the Corporation so require.

NINTH: (a) The Corporation shall, to the full extent permitted by the General Corporation Law of the State of Delaware, as amended from time to time, indemnify each person whom it may indemnify pursuant thereto.

(b) The Corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him and incurred by him in any such capacity or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability under the provisions of the General Corporation Law of the State of Delaware.

TENTH: The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter permitted under the General Corporation Law of Delaware, and all rights and powers conferred herein on stockholders and Directors are subject to this reserved power.

IN WITNESS WHEREOF, I have hereunto signed my name this 22nd day of March, 2011.


Angela P. Winter,
Incorporator

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:53 AM 06/25/2015
FILED 09:20 AM 06/25/2015
SRV 150970209 - 4958020 FILE

**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
B&W NUCLEAR MAINTENANCE SERVICES, INC.
a Delaware corporation**

**(Pursuant to Sections 228 and 242 of the
General Corporation Law of the State of Delaware)**

B&W Nuclear Maintenance Services, Inc. (the "*Corporation*"), a corporation organized and existing under and by virtue of the provisions of the General Corporation Law of the State of Delaware (the "*DGCL*"), does hereby certify that:


1. The name of the corporation is B&W Nuclear Maintenance Services, Inc. The date of filing its original Certificate of Incorporation with the Secretary of State was March 23, 2011.
2. The Board of Directors of the Corporation duly adopted resolutions proposing to amend the Certificate of Incorporation (the "*Certificate*") of the Corporation as follows below, declaring said amendment to be advisable and in the best interests of the Corporation and its stockholders, and authorizing the appropriate officers of the Corporation to solicit the consent of the stockholders therefor.
3. The following amendment was duly adopted and approved in accordance with the provisions of Sections 228 and 242 of the DGCL by the required vote of the stockholders of the Corporation pursuant to an Action by Written Consent of the Stockholders of the Corporation:

Paragraph FIRST of the Certificate is hereby amended and restated in its entirety to read as follows:

"FIRST: The name of the company is **BWXT Nuclear Maintenance Services, Inc.**"

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to the Certificate of Incorporation to be signed by its duly authorized and elected representative this 25th day of June, 2015.

B&W NUCLEAR MAINTENANCE SERVICES, INC.

By: 
Name: Angela P. Winter
Title: Assistant Secretary