

808786

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

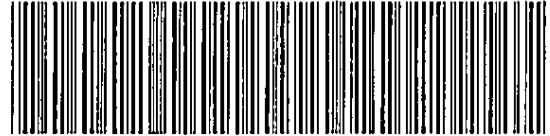
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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RECEIVED

2020 MAY 13 PM 2:31

CLERK OF COURT
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2020 MAY 13 AM 8:20

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CLERK OF COURT

MAY 14 2020

FILE 1st

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 279383 7407640

AUTHORIZATION :

COST LIMIT : \$35.00

ORDER DATE : May 4, 2020

ORDER TIME : 10:50 AM

ORDER NO. : 279383-315

CUSTOMER NO: 7407640

FOREIGN FILINGS

NAME: TRANE U.S. INC.

☒ CORPORATE
☐ LIMITED PARTNERSHIP
☐ LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Kadesha Roberson -- EXT# 62980

EXAMINER: _____

COVER LETTER

TO: Amendment Section Division of Corporations

SUBJECT: **Trane U.S. Inc.**

Name of Corporation

DOCUMENT NUMBER: **808786**

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Name of Contact Person

Firm/Company

Address

City/State and Zip Code

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Name of Contact Person at () Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|--|--|---|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy | <input type="checkbox"/> \$52.50 Filing Fee,
Certificate of Status &
Certified Copy |
|--|--|---|---|

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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)

808786

(Document number of corporation (if known))

1. Trane U.S. Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. January 7, 1952
(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? _____
5. _____
(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.

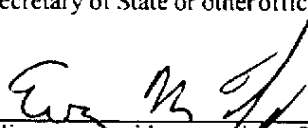
(New duration)
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
Texas
(New jurisdiction)
8. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

2022 MAY 13 AM 8:26
SECRET

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove

10. 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)

Evan M. Turtz

(Typed or printed name of person signing)

Vice President and Secretary

(Title of person signing)

FILING FEE \$35.00

2024 MAY 13 AM 8:26
 DEPT. OF STATE
 DIVISION OF CORPORATE AFFAIRS



May 4, 2020

Florida Department of State, Division of Corporations

Re: Applications by Foreign Profit Corporation to File Amendment to Application for
Authorization to Transact Business for Trane U.S. Inc.

Dear Sir/Madam:

As part of an internal restructuring plan (the "Plan"), Trane U.S. Inc., a Delaware corporation, entered into a number of transactions, all of which took place on May 1, 2020:

- Effective as of 10:00 a.m. Eastern Time, Trane U.S. Inc. changed its state of incorporation from Delaware to Texas pursuant to a statutory conversion under the Delaware and Texas conversion statutes; and
- Effective 12:00 p.m. Eastern Time, Trane U.S. Inc., successfully changed its state of incorporation from Texas to Delaware pursuant to a statutory conversion under the Texas and Delaware conversion statutes.

In connection with the Plan, please file the enclosed:

- Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business, reflecting the change in state of incorporation from Delaware to Texas; and
- Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business, reflecting the change in state of incorporation from Texas to Delaware.

Respectfully,

A handwritten signature in black ink, appearing to read "Sara W. Brown", with a stylized flourish at the end.

Sara W. Brown
Assistant Secretary

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Ruth R. Hughs
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

Trane U.S. Inc.
Filing Number: 803607371

Certificate of Conversion

May 01, 2020

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on May 06, 2020.



A handwritten signature in black ink, appearing to read "Ruth R. Hughs".

Ruth R. Hughs
Secretary of State

**CERTIFICATE OF CONVERSION
OF
TRANE U.S. INC.,
A DELAWARE CORPORATION,
TO
TRANE U.S. INC.,
A TEXAS CORPORATION**

(TEXAS)

May 1, 2020

FILED
In the Office of the
Secretary of State of Texas
MAY 01 2020
Corporations Section

This CERTIFICATE OF CONVERSION (the "Certificate of Conversion") is being duly executed and filed by the undersigned to convert Trane U.S. Inc., a Delaware corporation (the "Converting Entity"), to TRANE U.S. INC., a Texas corporation (the "Converted Entity"), pursuant to Chapter 4 and Sections 3.006, 10.154 and 10.155 of the Texas Business Organizations Code (the "TBOC"). The undersigned hereby certifies as follows:

Converting Entity Information

1. The name of the Converting Entity immediately prior to the filing of this Certificate of Conversion is Trane U.S. Inc. The Converting Entity is a corporation formed under the laws of the State of Delaware.

Converted Entity Information

2. The name of the Converted Entity into which the Converting Entity is to be converted is Trane U.S. Inc. The Converted Entity will be a corporation formed under the laws of the State of Texas.

Plan of Conversion

3. In lieu of providing the plan of conversion approved by the stockholders of the Converting Entity on the date hereof (the "Plan of Conversion");

(a) A signed Plan of Conversion is on file at the principal place of business of the Converting Entity, and the address of the principal place of business of the Converting Entity is 800-E Beaty Street, Davidson, North Carolina 28036.

(b) A signed Plan of Conversion will be on file after the conversion of the Converting Entity to the Converted Entity (the "Conversion") at the principal place of

business of the Converted Entity, and the address of the principal place of business of the Converted Entity is 800-E Beatty Street, Davidson, North Carolina 28036.

(c) A copy of the Plan of Conversion will be furnished upon written request without cost by the Converting Entity before the Conversion or by the Converted Entity after the Conversion to any owner or member of the Converting Entity or the Converted Entity.

Certificate of Formation for Converted Entity

4. The certificate of formation of the Converted Entity is being filed along with this Certificate of Conversion.

Approval of Plan of Conversion

5. The Plan of Conversion has been approved as required by the laws of the State of Delaware and the governing documents of the Converting Entity.

Effectiveness of Filing

6. This Certificate of Conversion and the Conversion will be effective as of 9:00 a.m., Central Time, on May 1, 2020.

Tax Certificate

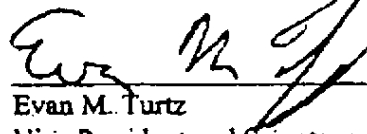
7. In lieu of the Converting Entity providing a tax certificate from the Texas Comptroller of Public Accounts, the Converted Entity is liable for the payment of any franchise taxes of the Converting Entity required in the State of Texas.

[Signature Page Follows]

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instruments. The undersigned certifies that the statements contained herein are true and correct, and that the undersigned is authorized under the provisions of the TBOC, or other law applicable to and governing the Converting Entity, to execute this Certificate of Conversion. The undersigned has duly executed this Certificate of Conversion as of the date first written above.

TRANE U.S. INC., a Delaware corporation

By:


Evan M. Turtz
Vice President and Secretary

CERTIFICATE OF FORMATION
OF
TRANE U.S. INC.

(TEXAS)

May 1, 2020

FILED
In the Office of the
Secretary of State of Texas

MAY 01 2020

Corporations Section

This CERTIFICATE OF FORMATION is being duly executed and filed by the undersigned to form Trane U.S. Inc., a Texas corporation (the "Corporation"), under a plan of conversion pursuant to Chapter 4 and Sections 3.006 and 10.155 of the Texas Business Organizations Code (the "TBOC"). The undersigned hereby certifies as follows:

**ARTICLE I
ENTITY NAME AND TYPE**

The name of the filing entity being formed is Trane U.S. Inc. The filing entity being formed is a corporation.

**ARTICLE II
REGISTERED AGENT AND REGISTERED OFFICE**

The Corporation's initial registered agent is Corporation Service Company, d/b/a CSC-Lawyers Incorporating Service Company, who has consented to serve as the registered agent of the Corporation pursuant to Section 5.2011 of the TBOC, which consent is included in the Corporation's permanent records. The business address of both the registered agent and the Corporation's initial registered office is 211 East 7th Street, Suite 620 Austin, Texas 78701-3218.

**ARTICLE III
GOVERNING AUTHORITY**

The Corporation will have directors. The name and address of the initial directors of the Corporation are as follows:

<u>Names</u>	<u>Addresses</u>
Richard E. Daudelin	c/o Trane U.S. Inc. 800-E Beaty Street, Davidson, North Carolina 28036
Lawrence R. Kurland	c/o Trane U.S. Inc. 800-E Beaty Street, Davidson, North Carolina 28036
Evan M. Turtz	c/o Trane U.S. Inc. 800-E Beaty Street, Davidson, North Carolina 28036

**ARTICLE IV
PURPOSE**

The purpose for which the Corporation is formed is for the transaction of any and all lawful purposes for which corporations may be organized under the TBOC.

**ARTICLE V
EFFECTIVENESS OF FILING**

This Certificate of Formation and the formation of the Corporation will be effective as of 9:00 a.m., Central Time, on May 1, 2020.

**ARTICLE VI
FORMATION UNDER PLAN OF CONVERSION**

The Corporation is being formed under a plan of conversion pursuant to Section 3.006 and Chapter 10 of the TBOC. The name of the converting entity is Trane U.S. Inc. and its address is 800-E Beaty Street, Davidson, North Carolina 28036. The converting entity is a Delaware corporation formed on March 26, 1929 under the name American Standard Companies Inc. The converting entity changed its name to Trane U.S. Inc. on November 8, 2007.

**ARTICLE VII
AUTHORIZED COMMON STOCK**

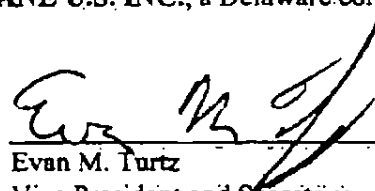
The total number of shares of common stock which the Corporation shall have authority to issue is 1,000, and the par value of each such share is \$0.01.

[Signature Page Follows]

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of materially false or fraudulent instruments and certifies under penalty of perjury that the undersigned is authorized to execute this Certificate of Formation. The undersigned has duly executed this Certificate of Formation as of the date first written above.

TRANE U.S. INC., a Delaware corporation

By:


Evan M. Turtz

Vice President and Secretary

Form 401-A
(Revised 12/09)



**Acceptance of Appointment
and
Consent to Serve as Registered Agent
§5.201(b) Business Organizations Code**

The following form may be used when the person designated as registered agent in a registered agent filing is an individual.

<u>Acceptance of Appointment and Consent to Serve as Registered Agent</u>		
I acknowledge, accept and consent to my designation or appointment as registered agent in Texas for		
<i>Name of represented entity</i> I am a resident of the state and understand that it will be my responsibility to receive any process, notice, or demand that is served on me as the registered agent of the represented entity; to forward such to the represented entity; and to immediately notify the represented entity and submit a statement of resignation to the Secretary of State if I resign.		
X:	<i>Signature of registered agent</i>	<i>Printed name of registered agent</i> <i>Date (mm/dd/yyyy)</i>

The following form may be used when the person designated as registered agent in a registered agent filing is an organization.

<u>Acceptance of Appointment and Consent to Serve as Registered Agent</u>		
I am authorized to act on behalf of Corporation Service Company d/b/a CSC-Lawyers Incorporating Service Company		
<i>Name of organization designated as registered agent</i>		
The organization is registered or otherwise authorized to do business in Texas. The organization acknowledges, accepts and consents to its appointment or designation as registered agent in Texas for: TRANE U.S. INC.		
<i>Name of represented entity</i> The organization takes responsibility to receive any process, notice, or demand that is served on the organization as the registered agent of the represented entity; to forward such to the represented entity; and to immediately notify the represented entity and submit a statement of resignation to the Secretary of State if the organization resigns.		
X: By:	Brian Courtney, Asst. Vice President	4/30/2020
<i>Signature of person authorized to act on behalf of organization</i> <i>Printed name of authorized person</i> <i>Date (mm/dd/yyyy)</i>		
Corporation Service Company d/b/a CSC-Lawyers Incorporating Service Company		