

B02000000190

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

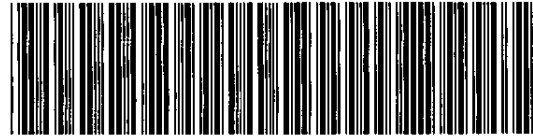
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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08/21/12--01018--030 **52.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 AUG 31 PM 3:17

SEP -4 2012

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Exterran Energy Solutions, L.P.
Name of Foreign Limited Partnership or Limited Liability Limited Partnership

The enclosed amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Kelly D. Tlachac
Contact Person

Exterran Energy Solutions, L.P.
Firm/Company

16666 Northchase Drive
Address

Houston, Texas 77060
City, State and Zip Code

kelly.tlachac@exterran.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Kelly D. Tlachac at (281) 836-7591
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- \$52.50 Filing Fee
- \$61.25 Filing Fee and Certificate of Status
- \$105.00 Filing Fee and Certified Copy
- \$113.75 Filing Fee, Certified Copy, and Certificate of Status

STREET ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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



August 15, 2012

Florida Department of State
Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Exterran
16666 Northchase Drive
Houston, Texas 77060 U.S.A.

Main 281.836.7000
www.exterran.com

RE: Exterran Energy Solutions, L.P.

Dear Sir/Madame:

Please find attached for filing with your office, the Amendment to the Application for Registration of a Foreign Limited Partnership for the above referenced company, together with a check to cover the applicable filing fees.

Kindly have the Amendment filed as soon as possible. I have enclosed an extra copy of the Amendment hereto which should be time stamped and returned to me as evidence of filing.

If you have any questions, please do not hesitate to contact me directly at 281.836.7591.

Sincerely yours,

Kelly D. Tlachar
Sr. Paralegal

/kdt

Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

12 AUG 31 PM 4:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 22, 2012

KELLY D TLACHAC
EXTERRAN ENERGY SOLUTIONS LP
16666 NORTHCHASE DR
HOUSTON, TX 77060

SUBJECT: EXTERRAN ENERGY SOLUTIONS, L.P.
Ref. Number: B02000000190

We have received your document for EXTERRAN ENERGY SOLUTIONS, L.P. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date 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 the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

Please return the corrected original and one copy of 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 (850) 245-6051.

Tammy Hampton
Regulatory Specialist II
Registration/Qualification Section

Letter Number: 812A00021558

**AMENDMENT TO CERTIFICATE OF AUTHORITY
FOR
FOREIGN LIMITED PARTNERSHIP OR
LIMITED LIABILITY LIMITED PARTNERSHIP**

1. The name of the limited partnership or limited liability limited partnership as it appears on the records of the Florida Department of State is:

Exterran Energy Solutions, L.P.

2. The jurisdiction of its formation is: Delaware

3. The date the entity was authorized to transact business in Florida is: May 29, 2002

4. If the amendment changes the name of the limited partnership or limited liability limited partnership, enter the new name:

*Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.
Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.*

5. If the amendment changes the general partner(s), list the name and business address of each general partner:

Name:

Business Address:

Exterran General Holdings LLC

16666 Northchase Drive
Houston, Texas 77060

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6. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

7. If the amendment corrects any false statement listed in the application, indicate the statement being corrected and the correction:

8. If the amendment is to add or delete an election to be a limited liability limited partnership statement, check the appropriate box:

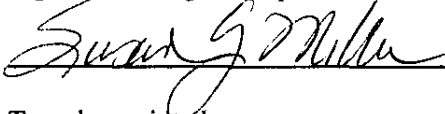
The entity elects to be a limited liability limited partnership.

The entity is no longer a limited liability limited partnership.

9. Attached is an original certificate, no more than 90 days olds, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

10. Effective date, if other than the date of filing: _____
(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature of a general partner:



Typed or printed name:

Exterran General Holdings LLC, general partner
represented by Susan G. Miller, Assistant Secretary

Filing Fee: \$52.50
Certified Copy (optional): \$52.50
Certificate of Status (optional): \$8.75

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DIVISION OF CORPORATIONS
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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "EXTERRAN ENERGY SOLUTIONS, L.P.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF JUNE, A.D. 2012, AT 8:48 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE TWENTY-SEVENTH DAY OF JUNE, A.D. 2012, AT 10:01 O'CLOCK A.M.

3326660 8100

120780816

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9673228

DATE: 06-27-12

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:04 AM 06/27/2012
FILED 08:48 AM 06/27/2012
SRV 120780816 - 3326660 FILE

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF LIMITED PARTNERSHIP
OF
EXTERRAN ENERGY SOLUTIONS, L.P.
a Delaware limited partnership**

The undersigned, being the General Partner of Exterran Energy Solutions, L.P., a limited partnership organized and existing under the laws of the Delaware Revised Uniform Limited Partnership Act (the "Partnership"), hereby certifies that:

1. The name of the Partnership is Exterran Energy Solutions, L.P.
2. The amendment to the Certificate of Limited Partnership effected by this Certificate of Amendment changes the general partner of the Partnership admitting Exterran General Holdings LLC, as the sole general partner of the Partnership and withdrawing EES GP, L.P. as the sole general partner of the Partnership.
3. The Certificate of Limited Partnership is hereby amended by deleting the third article thereof and replacing in lieu thereof a new third article reading in its entirety as follows:

"Third: The name and mailing address of the sole general partner of the Partnership is:

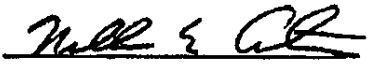
Exterran General Holdings LLC
16666 Northchase Drive
Houston, Texas 77060

4. This Amendment to the Certificate of Limited Partnership shall be effective as of 10:01 am Eastern Standard Time (EST) on June 27, 2012.

IN WITNESS WHEREOF, the Partnership has caused this Certificate to be executed on this 27 day of June 2012.

EXTERRAN ENERGY SOLUTIONS, L.P.

By: Exterran General Holdings LLC
Its General Partner

By: 
Name: William M. Austin
Title: Executive Vice President and Chief
Financial Officer